

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

IN RE: NATIONAL)
PRESCRIPTION) MDL No. 2804
OPIATE LITIGATION)
) Case No.
) 1:17-MD-2804
)

THIS DOCUMENT RELATES) Hon. Dan A.
TO ALL CASES) Polster

FRIDAY, OCTOBER 26, 2018

HIGHLY CONFIDENTIAL – SUBJECT TO FURTHER
CONFIDENTIALITY REVIEW

—
Videotaped deposition of Stephan
Kaufhold, held at the offices of LIEFF
CABRASER HEIMANN & BERNSTEIN, LLP, 250 Hudson
Street, 8th Floor, New York, New York,
commencing at 12:03 p.m., on the above date,
before Carrie A. Campbell, Registered
Diplomatic Reporter and Certified Realtime
Reporter.

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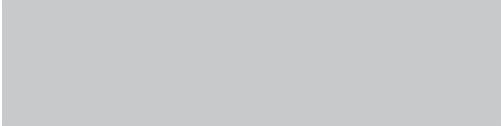
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INDEX			Page 5	Page 6
	PAGE			
1 APPEARANCES.....	2		1 Allergan SEC Form 10-K for Watson	36
2 EXAMINATIONS			2 Kaufhold 5 Pharmaceuticals, Inc , for	
3 BY MR. MELAMED.....	10		2 the fiscal year ended	
4 BY MS. LEVY.....	159		2 December 31, 2001	
5 EXHIBITS			3 Allergan SEC Form 10-K for the fiscal	45
6 No. Description Page			4 Kaufhold 6 year ended December 31,	
7 Allergan Second Amended Notice of	14		5 2005, for Watson	
8 Kaufhold 1 Deposition Pursuant to Rule			5 Pharmaceuticals, Inc	
9 30(b)(6) and Document			6 Allergan SEC Form 10-K for Actavis,	54
10 Request Pursuant to Rule			7 Kaufhold 7 Inc , for the fiscal year	
11 30(b)(6) and Rule 34 to			7 ended December 31, 2012	
12 Defendants Allergan PLC			8 Allergan Organizational/merger chart	57
13 f/k/a Actavis PLC; Allergan			9 Kaufhold 8 of Actavis Group, et cetera	
14 Finance LLC, f/k/a Actavis,			10 Allergan Letter from the Department	58
15 Inc., f/k/a Watson			11 Kaufhold 9 of Health and Human Services	
16 Pharmaceuticals, Inc.;			11 dated February 6, 2004, to	
17 Watson Laboratories, Inc.;			12 Amide Pharmaceutical	
18 Actavis LLC; Actavis Pharma,			12 Allergan Allergan PLC and its	60
19 Inc. F/k/a Watson			13 Kaufhold 10 subsidiaries at August 2,	
20 Laboratories, Inc.; Actavis			13 2016 "Legacy Watson, Warner	
21 LLC; Actavis Pharma, Inc.			14 Chilcott US, Durata,"	
22 F/k/a Watson Pharma, Inc ;			14 ALLERGAN_MDL_03674502 -	
23 Allergan Pharmaceuticals,			15 ALLERGAN_MDL_03674506	
24 Inc.; and Allergan Health			16 Allergan Form 10-K for Actavis PLC	74
25 Solutions, Inc.			17 Kaufhold 11 for the year ended 2013	
Allergan October 5, 2018 Robbins	16		17 Allergan Fiscal year 2014 Form 10-K	88
Kaufhold 2 Geller letter to Special			18 Kaufhold 12 for Actavis PLC	
Master Cohen			19 Allergan 2015 Form 10-K for Allergan	92
Allergan Documents brought by the	20		20 Kaufhold 13 PLC	
Kaufhold 3 witness to the deposition			20 Allergan Form 10-K for the fiscal	105
Allergan Exhibit 10.66 Execution	27		21 Kaufhold 14 year ended 2017 for Allergan	
Kaufhold 4 Version, Settlement			21 PLC	
Agreement and Mutual			22 Allergan Article from Fortune	111
Releases			23 Kaufhold 15 magazine dated May 21, 2013,	
			23 titled "Actavis, the latest	
			24 Fortune 500 Company to	
			24 'leave' the US for tax	
			24 reasons"	
			25	
Page 7			Page 8	
1 Allergan Website printout of the	117		1 VIDEOGRAPHER: We are now on	
2 Kaufhold 16 current executive leadership			2 the record.	
3 of Allergan PLC			3 My name is Henry Marte. I'm a	
4 Allergan E-mail(s),	144		4 videographer with Golkow Litigation	
5 Kaufhold 17 ALLERGAN_MDL_01335569 -			5 Services.	
6 ALLERGAN_MDL_01335570			6 Today's date is October 26,	
7 Allergan E-mail(s),	146		7 2018, and the time is 12:03 p m.	
8 Kaufhold 18 ALLERGAN_MDL_01334578 -			8 This videotaped deposition is	
9 ALLERGAN_MDL_01334579			9 being held at 250 Hudson Street,	
10 Allergan E-mail(s),	148		10 New York, New York, in the matter of	
11 Kaufhold 19 ALLERGAN_MDL_01334588 -			11 prescription opiate litigation.	
12 ALLERGAN_MDL_01334589			12 The deponent today is Stephan	
13 Allergan E-mail(s),	150		13 Kaufhold.	
14 Kaufhold 20 ALLERGAN_MDL_01489486 -			14 Everybody please introduce	
15 ALLERGAN_MDL_01489488			15 themselves for the record.	
16 Allergan E-mail(s),	153		16 MR. MELAMED: Matthew Melamed,	
17 Kaufhold 21 ALLERGAN_MDL_02024980 -			17 Robbins Geller Rudman & Dowd, for the	
18 ALLERGAN_MDL_02024982			18 plaintiffs.	
19 (Exhibits attached to the deposition.)			19 MS. ANTULLIS: Dory Antullis,	
20			20 Robbins Geller Rudman & Dowd, for the	
21			21 plaintiffs.	
22			22 MR. CARTER: Ed Carter, Jones	
23			23 Day, for Walmart.	
24			24 MS. PERSIO: Joanna Persio,	
25			25 Arnold & Porter, for the Endo	

1 defendants and the Par defendants.
 2 MR. RICARD: Paul Ricard,
 3 Prescription Supply, Inc.
 4 MR. MCBRIDE: Andrew McBride,
 5 Williams & Connolly, for Cardinal.
 6 MR. JACOBS: Evan Jacobs,
 7 Morgan Lewis, for Teva
 8 Pharmaceuticals, USA, Cephalon, Inc.,
 9 Actavis Pharma, Inc., Actavis, LLC,
 10 and Watson Laboratories, Inc.
 11 MR. LEFEVOUR: Michael LeFevour
 12 from Kirkland & Ellis on behalf of the
 13 Allergan.
 14 MS. LEVY: Jennifer Levy from
 15 Kirkland and Ellis on behalf of the
 16 Allergan defendants.
 17 THE WITNESS: Steve Kaufhold
 18 with Allergan.
 19 VIDEOGRAPHER: Okay. And the
 20 people on the phone, please?
 21 MR. PALMER: Andrew Palmer on
 22 behalf of McKesson.
 23 MR. MAEROWITZ: Max Maerowitz
 24 on behalf of Mallinckrodt, LLC.
 25 MS. NOWAK: Darlene Nowak on

1 behalf of HBC Services.
 2 MS. ROCCHINO: Samantha
 3 Rocchino on behalf of
 4 AmerisourceBergen Drug Corporation.
 5 VIDEOGRAPHER: Okay. Will the
 6 court reporter please administer the
 7 oath to the witness?
 8
 9 STEPHAN KAUFHOLD,
 10 of lawful age, having been first duly sworn
 11 to tell the truth, the whole truth and
 12 nothing but the truth, deposes and says on
 13 behalf of the Plaintiffs, as follows:
 14
 15 DIRECT EXAMINATION
 16 QUESTIONS BY MR. MELAMED:
 17 Q. Good afternoon.
 18 A. Good afternoon.
 19 Q. My name is Matt Melamed. I'm
 20 from Robbins Geller, and I represent the
 21 plaintiffs in this matter.
 22 Can you state your full name,
 23 your home address and your work address for
 24 the record, please?
 25 A. Absolutely.

1 My name's Stephan Kaufhold.
 2 I'm senior vice president, treasurer of
 3 Allergan.



8 Q. My job today is to ask clear
 9 questions. If the question I ask is unclear,
 10 please let me know.
 11 A. Sure.
 12 Q. Please answer audibly, as you
 13 are doing. Please avoid shaking your head or
 14 nodding for a no or yes respectively.
 15 Okay?
 16 A. Understood.
 17 Q. And similarly, please answer
 18 with easily transcribable words such as yes
 19 or no and not uh-huh or huh-uh.
 20 Okay?
 21 A. Yes.
 22 Q. Have you been deposed before?
 23 A. I have.
 24 Q. So you're generally familiar
 25 with the process?

1 A. I am.
 2 Q. You understand that you've been
 3 designated by a corporation to speak on
 4 behalf of that corporation in your testimony
 5 today, correct?
 6 A. That is correct.
 7 Q. What is the name of the entity
 8 that designated you to testify on its behalf?
 9 A. It would be Allergan PLC.
 10 Q. And you are currently an
 11 employee of Allergan PLC; is that correct?
 12 A. That is not correct.
 13 Q. Who are you currently employed
 14 by?
 15 A. I'm employed by Allergan Sales,
 16 LLC.
 17 Q. What is Allergan Sales, LLC's,
 18 relationship to Allergan PLC?
 19 A. It is an indirect subsidiary.
 20 Q. Can you please tell me your
 21 educational and employment history from --
 22 starting from college and going through to
 23 present?
 24 A. Absolutely.
 25 Undergraduate degree from

1 Loyola College, which is now Loyola
 2 University, in Baltimore, Maryland; business
 3 administration, BA, concentration economics,
 4 finance.

5 I also have a BS in accounting
 6 from St. Peters College.

7 Graduate degree, MBA, in
 8 corporate finance from Fairleigh Dickinson,
 9 and I've done some postgraduate work at
 10 Columbia University.

11 From an employment perspective,
 12 since graduating college, if you want to go
 13 that far back, first job was with Security
 14 Pacific Finance Corp., which was consumer
 15 lending.

16 I then worked for Chase
 17 Manhattan Leasing as a credit analyst. That
 18 was then -- that operation was bought by AT&T
 19 Credit Corporation financing telephone sets.

20 We were then sold to Nomura
 21 Securities PLC, followed by a sale to
 22 Newcourt Credit.

23 We were then bought by CIT.

24 CIT was sold to Tyco; we went
 25 public again.

1 I left in 2004 to be the
 2 treasurer of Virgin Mobile USA, which was a
 3 prepaid wireless carrier. I was there for
 4 five and a half years.

5 Left in March of 2010 and
 6 joined Watson Pharmaceuticals in April of
 7 2010.

8 Q. Watson Pharmaceuticals, Inc.?
 9 A. Watson Pharmaceuticals. I'm
 10 not sure exactly who my employer was of which
 11 of the subsidiaries, but it was Watson
 12 Pharmaceuticals, a US generic company.

13 And I've been the treasurer
 14 through the -- the transition of the business
 15 to where it is today.

16 (Allergan-Kaufhold Exhibit 1
 17 marked for identification.)

18 QUESTIONS BY MR. MELAMED:

19 Q. I'm going to hand you what's
 20 been marked Exhibit Number 1.

21 Exhibit Number 1 is titled "The
 22 Second Amended Notice of Deposition Pursuant
 23 to Rule 30(b)(6) and Document Request
 24 Pursuant to Rule 30 B(2) and Rule 34 to
 25 Defendants Allergan PLC, formerly known as

1 Actavis PLC; Allergan Finance, LLC, formerly
 2 known as Actavis, Incorporated, formerly
 3 known as Watson Pharmaceuticals,
 4 Incorporated; Watson Laboratories,
 5 Incorporated; Actavis LLC; Actavis Pharma,
 6 Inc., formerly known as Watson Pharma, Inc.;
 7 Allergan Pharmaceuticals, Inc.; and Allergan
 8 Health Solutions, Inc."

9 Have you seen this document
 10 before?

11 A. I have seen this document.

12 Q. Okay. And you recognize that
 13 on page 1 of the document you have been
 14 designated to testify on Topic 43 of the
 15 30(b)(6) topics, correct?

16 A. That is correct.

17 Q. And if you turn to page 16 in
 18 the document, you see that Topic 43 states,
 19 "To the extent not encompassed within the
 20 other topics, your marketing, promotion,
 21 sales, distribution, diversion and suspicious
 22 order monitoring compliance,
 23 pharmacovigilance concerning your generic
 24 opioid products."

25 A. I see that, yes.

1 Q. Are you prepared to testify on
 2 those topics today?

3 MS. LEVY: Objection. As you
 4 well know, he is prepared to testify
 5 on three specific subtopics of that
 6 topic that we subsequently negotiated
 7 after the fact.

8 QUESTIONS BY MR. MELAMED:

9 Q. Are you prepared to testify
 10 about the topics in number 43 today?

11 A. I am not.

12 (Allergan-Kaufhold Exhibit 2
 13 marked for identification.)

14 QUESTIONS BY MR. MELAMED:

15 Q. I'm going to hand you what's
 16 been marked Exhibit Number 2.

17 Exhibit Number 2 is an
 18 October 5th letter from Aelish Baig to
 19 Special Master Cohen.

20 And if you -- I would like you
 21 to just turn to page 3 of this letter.

22 Do you see the three bullet
 23 points and the paragraph preceding those
 24 three bullet points?

25 A. Yes.

1 Q. Those three bullet points
 2 define a scope of the -- what's referred to
 3 as the first Allergan 30(b)(6) deposition.
 4 Do you see that?
 5 A. Yes.
 6 Q. Are you prepared to testify
 7 about those subjects today?
 8 A. I am.
 9 Q. You can put that aside.
 10 A. Okay.
 11 Q. What did you do to prepare to
 12 testify on those topics today?
 13 A. Sure.
 14 Working with counsel and at my
 15 direction we went through corporation files.
 16 I also went through what I had in regard to
 17 corporate structures and also have had
 18 conversations with folks internally,
 19 specifically within the tax group, who
 20 manages the corporate structure.
 21 Q. Did you review any documents in
 22 preparation for today?
 23 A. I have, yes.
 24 Q. Approximately how many?
 25 A. I would say probably about --

1 in the neighborhood of 25 or so.
 2 Q. Did those documents refresh
 3 your recollection as to the items you're --
 4 the subject of your testimony today?
 5 A. Yes.
 6 Q. Are those the documents that
 7 you brought with you, that your counsel
 8 handed me before the deposition started
 9 today?
 10 A. That is correct.
 11 Q. And is that the sum total of
 12 the documents that you reviewed in
 13 preparation for today's deposition?
 14 A. I've also reviewed other
 15 documents such as -- which was public
 16 information, such as 10-Ks, 10-Qs and the
 17 master purchase agreement that Teva and
 18 Allergan PLC signed on the sale of the
 19 generic business.
 20 Q. Any documents that were not
 21 publicly available, other than those --
 22 A. No.
 23 Q. -- that you brought with you
 24 today?
 25 Who prepared the documents that

1 you brought with you today?
 2 A. It's counsel at my direction.
 3 I've also provided them some of the documents
 4 as well, too.
 5 MR. MELAMED: I'll represent to
 6 counsel that I haven't taken anything
 7 out or put anything into this folder.
 8 QUESTIONS BY MR. MELAMED:
 9 Q. But this -- the folder that I'm
 10 holding right now appears to be the
 11 documents.
 12 A. That is correct.
 13 Q. Not -- I'll let you flip
 14 through that, if you want, before you answer.
 15 MS. LEVY: We can stipulate
 16 that it's the right set.
 17 MR. MELAMED: Okay.
 18 So I'll just mention for the
 19 record it appears to be more than 25
 20 pages.
 21 QUESTIONS BY MR. MELAMED:
 22 Q. I don't know if you mentioned
 23 25 documents or 25 pages earlier.
 24 A. The question, I believe, how
 25 many documents, not pages.

1 Q. Fair enough.
 2 So approximately 25 documents?
 3 A. Documents.
 4 Q. Reflecting about how many
 5 pages, would you estimate?
 6 A. It would -- I would think it
 7 would have to be somewhere between 6 and 750
 8 pages, considering the purchase agreement is
 9 fairly numerous. When you look at our 10-Ks,
 10 our 10-Ks are probably about 200 pages.
 11 Q. I'm just talking about the
 12 doc -- I'm sorry. To be clear, I'm just
 13 talking about the documents that are in the
 14 folder that was handed to me before the
 15 deposition started.
 16 MS. LEVY: You're asking him to
 17 guess how many pages --
 18 MR. MELAMED: Just an estimate.
 19 THE WITNESS: It looks like it
 20 could be somewhere between 200 and
 21 250.
 22 (Allergan-Kaufhold Exhibit 3
 23 marked for identification.)
 24 QUESTIONS BY MR. MELAMED:
 25 Q. Okay. I'm going to mark these

1 as Exhibit 3. It's just the folder. I'm
 2 going to have all of these collectively put
 3 in as an exhibit. During a break I'll have
 4 them copied so I can have a copy of them.

5 MS. LEVY: We have copies, if
 6 you need copies.

7 MR. MELAMED: Fantastic. I
 8 would like a copy, please.

9 QUESTIONS BY MR. MELAMED:

10 Q. As I expressed in letters to
 11 Ms. Levy prior to the deposition, it's
 12 unclear to me why this information couldn't
 13 have been provided before, particularly given
 14 the limitations on time established by the
 15 special master for 30(b)(6) testimony in this
 16 action.

17 I am not going to have -- I'm
 18 going to tell you right now that there's not
 19 a chance that I'm going to have the time to
 20 review these documents, understand what's in
 21 them. We may touch on certain of the subject
 22 matters, but I'm not going to be able to do
 23 that today during the deposition.

24 And as a result, I'm going to
 25 reserve our right to call you back after I've

1 had a chance to look through those and ask
 2 Special Master Cohen and, if necessary, Judge
 3 Polster for the right to do so because of
 4 these late-produced documents.

5 Did you talk to anybody at
 6 Allergan or any Allergan-related entity in
 7 preparation for your testimony today?

8 A. I have spoken to some people
 9 within the company, yes.

10 Q. Who have you spoken to?

11 A. Members of our tax group.

12 Q. Which members of your tax
 13 group?

14 A. Marty Shindler, Carina
 15 Sinclair.

16 Q. Why did you speak to members of
 17 the tax group?

18 A. Carina is the one who tracks
 19 and maintains the corporate structure slides
 20 that we've provided, and in regard to the
 21 ANDAs and the transfers of IP, I spoke to
 22 Marty Shindler as well.

23 Q. Is Marty Shindler also in the
 24 tax group?

25 A. Yes, he is.

1 Q. And what tax -- what entity's
 2 tax group do these people work for?

3 What is the name of the
 4 corporation they work for?

5 A. They work for Allergan Sales,
 6 LLC.

7 Q. Does Allergan PLC maintain its
 8 own tax group separate and distinct from
 9 Allergan Sales, LLC?

10 A. Does not.

11 Q. And you mentioned you spoke to
 12 outside counsel in preparation for today's
 13 deposition, correct?

14 A. That's correct.

15 Q. About how many times did you
 16 speak with outside -- let -- let me withdraw
 17 that.

18 About how many hours total did
 19 you speak with outside counsel in preparation
 20 for the deposition?

21 A. Probably somewhere between 15
 22 and 20 hours.

23 Q. Over what period of time did
 24 those 15 to 20 hours occur? For example, was
 25 that during the last week? Was it over the

1 last month?

2 A. It was over the last -- I would
 3 say over the last week.

4 Q. Did you speak with anybody
 5 aside from colleagues at Allergan entities
 6 and outside counsel in preparation for
 7 today's deposition?

8 A. I have not.

9 Q. Did you speak to anybody at
 10 Teva Pharmaceuticals in preparation for
 11 today's deposition?

12 A. I have not.

13 Q. You're aware that some of the
 14 subject matter covered by today's deposition
 15 concerns generic opioids that were sold by
 16 Allergan PLC to Teva, correct?

17 A. Could you rephrase that,
 18 please?

19 Q. One of the subjects we're going
 20 to talk about today is generic opioids,
 21 correct?

22 A. That is correct.

23 Q. And the generic opioids were
 24 sold by Allergan PLC, correct?

25 A. Allergan PLC was the party to

1 the sale agreement.
 2 Q. And the party to which the
 3 generic opioids were transferred under that
 4 sale agreement was a Teva-related entity,
 5 correct?
 6 A. It was sold to a Teva-related
 7 entity, yes.
 8 Q. And that was completed in 2016,
 9 right?
 10 A. It closed in August of 2016.
 11 Q. And Teva and Allergan PLC
 12 executed an agreement earlier this year
 13 concerning defense of claims asserted in this
 14 and similar cases, correct?
 15 A. That is not correct.
 16 Q. Okay. What -- are you aware of
 17 an agreement executed this year between Teva
 18 and Allergan PLC concerning the cases in the
 19 MDL and other like -- similar cases?
 20 A. That is not -- that is not
 21 correct.
 22 Q. Are you aware of any agreements
 23 signed this year between Teva and --
 24 A. I am.
 25 Q. Okay. What was the subject

1 matter of that?
 2 A. In January of 2018, as -- what
 3 is typical for any type of M&A, especially of
 4 this size, there is a true-up in regard to
 5 the accounts and a working capital adjustment
 6 is made. Either the buyer has to make a
 7 payment to the seller or the seller has to
 8 make a payment to the buyer -- or to --
 9 seller to the buyer or the buyer to the
 10 seller after we go through the accounts and
 11 true-up all the accounts.
 12 So there was an agreement, and
 13 then there was also consideration paid,
 14 approximately \$700 million, to settle the
 15 working capital.
 16 Q. Was there an indemnification
 17 agreement signed between Teva and Allergan
 18 PLC?
 19 A. There were indemnification
 20 provisions within the purchase agreement.
 21 Q. Are you aware of an
 22 indemnification agreement signed in 2018
 23 between Teva and Allergan?
 24 A. Not separate from what the --
 25 of the agreement that I described, other than

1 that agreement restated those indemnification
 2 provisions that were part of the August
 3 close.
 4 (Allergan-Kaufhold Exhibit 4
 5 marked for identification.)
 6 QUESTIONS BY MR. MELAMED:
 7 Q. Okay. I'm going to hand you
 8 what's been marked as Exhibit 4.
 9 A. Uh-huh.
 10 Q. Exhibit 4 is titled
 11 "Exhibit 10.66 Execution Version, Settlement
 12 Agreement and Mutual Releases."
 13 Do you see that?
 14 A. Yes.
 15 Q. And you see that this is an
 16 agreement executed January 31, 2018, or has
 17 an effective date of January 31, 2018. It's
 18 between Teva Pharmaceutical Industries,
 19 Limited, and Allergan PLC, correct?
 20 A. That is fair.
 21 Q. If you turn to page 3. And you
 22 see that page 3 contains Item Number 4, which
 23 is agreed liabilities and indemnification,
 24 third-party claim indemnification procedures?
 25 A. Yes.

1 Q. Are you aware that this case
 2 concerns one of the -- a scenario that would
 3 trigger these indemnification procedures?
 4 MS. LEVY: Objection. Calls
 5 for a legal conclusion.
 6 QUESTIONS BY MR. MELAMED:
 7 Q. Do you know?
 8 A. I don't.
 9 Q. Okay. If you look -- it's very
 10 small type, and I apologize for that.
 11 A. No.
 12 Q. If you look approximately
 13 two-thirds of the way down, there is a little
 14 Roman Numeral II on the left column.
 15 Do you see that?
 16 A. Yes.
 17 Q. Okay. If you go back a little,
 18 it says that -- the sentence starts prior to
 19 that: "In the case of third-party claims
 20 that involve both, one, branded opioid drugs
 21 of the retained business that are not
 22 products and, two, generic opioid drugs that
 23 are products, the parties shall, X, each be
 24 responsible for the defense of such
 25 third-party claim in accordance with the

1 immediate prior sentence and, Y, cooperate
 2 with each other to enable the proper and
 3 adequate defense of such third-party claim."

4 Do you see that?

5 A. Yes, I do.

6 Q. And your testimony is that you
 7 did not cooperate with, nor did Teva
 8 cooperate, with you in preparing for this
 9 deposition today; is that correct?

10 A. I did not have a conversation
 11 with them, no.

12 Q. Do you have any reason why?

13 A. Reason why I --

14 Q. Yeah. Why didn't you talk to
 15 Teva before?

16 A. I haven't spoken to them
 17 because my understanding is the liabilities
 18 transferred to Teva. Teva owns the entities
 19 in question, Actavis, and the records have
 20 been transferred to the company. So I don't
 21 have access to those files.

22 Q. You're aware that Allergan PLC
 23 was named as a defendant in a case brought in
 24 the Northern District of Illinois that was
 25 subsequently transferred to the MDL, correct?

1 mergers over the years since 1995.
 2 Can you list each opioid that
 3 any of those entities have licensed,
 4 manufactured, marketed, sold, distributed or
 5 had any other involvement with?

6 A. Yes.

7 Q. Okay. What are they?

8 A. Okay. What I could do is refer
 9 to the documents that we gave you today.

10 Q. Uh-huh.

11 A. Underneath 43.1, towards the
 12 bottom of the first page, we have involvement
 13 with opioids. And what we've done here, just
 14 to make it easy for everyone, we've kind of
 15 broken this down to the opioids associated to
 16 the transferred entities as well as what are
 17 the branded that have been retained by
 18 Allergan.

19 So first item -- or the first
 20 entity on the bottom that you see here is
 21 Watson Laboratories, comma, Inc., and then
 22 you see underneath that the ANDA or the NDAs,
 23 if it is applicable, for each of the opioid
 24 product.

25 Number 2 is Actavis

1 A. I am not.

2 Q. Okay. I represent to you that
 3 it has been.

4 A. Okay. Understood.

5 Q. Actually, it was filed in 2014.

6 Are you aware that in 2015, the
 7 court in that case held that Allergan PLC --
 8 that it had jurisdiction to hear the claims
 9 over Allergan PLC.

10 Are you aware of that?

11 A. I am not.

12 Q. Okay. Do you know if
 13 Allergan PLC instituted a litigation hold in
 14 response to the filing of that case or in
 15 response to the opinion in 2015 upholding it
 16 as a defendant?

17 A. I am not.

18 Q. Can you list each opioid from
 19 1995 to present that any Allergan entities,
 20 parents -- I'm sorry. And by "Allergan
 21 entities" I just want to be clear, Allergan
 22 Finance, LLC, Allergan PLC, any and all
 23 subsidiaries, parents, predecessors,
 24 successors and/or associated entities
 25 resulting -- resulting from any and all

1 Laboratories Florida, f/k/a, formerly known
 2 as, Watson Laboratories, Inc., those related
 3 products.

4 Page 3 you'll see Actavis
 5 Totowa, LLC; Actavis Elizabeth, LLC; Actavis,
 6 Midatlantic, LLC; Actavis Laboratories Utah,
 7 Inc., formerly known as Watson Laboratories,
 8 Inc., Salt Lake City. And on top of page 4,
 9 Item 7, is Actavis South Atlantic, LLC.

10 Remaining Allergan entities.

11 So these are the products that are retained
 12 by Allergan today, is Kadian -- and we've
 13 out-listed here the history of that product
 14 and the transfer of that product. When
 15 Actavis legacy was the contract manufacturer
 16 for Alpharma, bought the product in 2008,
 17 being manufactured at Actavis Elizabeth's
 18 manufacturing facility, where it is still
 19 manufactured today.

20 And then on page 5, we go into
 21 Norco, which was the Watson-related product.

22 Q. So in your response and in the
 23 chart you prepared, for each of the drugs
 24 under involvement with opioids, you have
 25 listed which entity was listed as the ANDA or

<p style="text-align: right;">Page 33</p> <p>1 NDA holder, correct?</p> <p>2 A. That is correct.</p> <p>3 Q. Have you listed which entities</p> <p>4 had other involvement with the drugs that --</p> <p>5 with those drugs? Any other involvement?</p> <p>6 A. These are all the companies and</p> <p>7 products.</p> <p>8 Q. Have -- so to take an example,</p> <p>9 on page 3 there's Actavis Totowa --</p> <p>10 Is that the correct --</p> <p>11 A. That is correct.</p> <p>12 Q. -- pronunciation?</p> <p>13 -- LLC is number 3, and the</p> <p>14 first drug is listed oxycodone acetaminophen.</p> <p>15 A. That's correct.</p> <p>16 Q. And you provide the ANDA</p> <p>17 numbers.</p> <p>18 Did any other entity other than</p> <p>19 Actavis Totowa book any revenues from sales</p> <p>20 of that drug?</p> <p>21 A. Just to be clear on sales,</p> <p>22 Actavis Totowa, LLC, is the ANDA holder of</p> <p>23 that product. That does not necessarily mean</p> <p>24 they're the manufacturer, and they're</p> <p>25 certainly not the sales entity.</p>	<p style="text-align: right;">Page 34</p> <p>1 Q. Okay. That was why I was</p> <p>2 asking the prior question, which is -- and</p> <p>3 I'll ask it again.</p> <p>4 A. Sure.</p> <p>5 Q. Did any corporations, other</p> <p>6 than those listed here, have anything to do</p> <p>7 with the drugs listed below those</p> <p>8 corporations?</p> <p>9 A. Yes. And what I would like to</p> <p>10 submit as part of the folder is kind of a</p> <p>11 chronological order broken down between who</p> <p>12 holds the IP, who is the manufacturer and who</p> <p>13 is the entity that sold the products. It's a</p> <p>14 one-pager.</p> <p>15 Q. Is the -- the page up on the</p> <p>16 screen --</p> <p>17 A. That is correct.</p> <p>18 Q. -- reflect part of the</p> <p>19 one-pager?</p> <p>20 A. That is correct.</p> <p>21 Q. Okay. And you've done that for</p> <p>22 Norco and Kadian?</p> <p>23 A. That is correct.</p> <p>24 Q. What about for each of the</p> <p>25 other drugs listed in 43.1, the exhibit</p>
<p style="text-align: right;">Page 35</p> <p>1 you -- that was -- either you created or was</p> <p>2 created for you that you brought today?</p> <p>3 A. Sure.</p> <p>4 So in regard to the time when</p> <p>5 Watson acquired Actavis legacy, okay, the</p> <p>6 sales entity that we would have used, all our</p> <p>7 sales went through Watson Pharma, Inc., which</p> <p>8 is currently known as Allergan USA, Inc.,</p> <p>9 today.</p> <p>10 Q. And when the sales went through</p> <p>11 Watson Pharma, Inc. --</p> <p>12 A. Yes.</p> <p>13 Q. -- what entity booked revenue</p> <p>14 from those sales?</p> <p>15 A. Would have been Watson Pharma,</p> <p>16 Inc.</p> <p>17 Q. Not Watson Pharmaceuticals?</p> <p>18 A. No.</p> <p>19 Q. What entity would have spent</p> <p>20 money on research, development, marketing,</p> <p>21 cost of sales for those drugs?</p> <p>22 A. I don't know the specific</p> <p>23 entities.</p> <p>24 Q. I forgot to mention this</p> <p>25 before. If you want to take a break, as long</p>	<p style="text-align: right;">Page 36</p> <p>1 as it's not in the middle of any line of</p> <p>2 questioning, I'll be happy to give you that.</p> <p>3 A. I appreciate that.</p> <p>4 (Allergan-Kaufhold Exhibit 5</p> <p>5 marked for identification.)</p> <p>6 QUESTIONS BY MR. MELAMED:</p> <p>7 Q. I'm handing you what's been</p> <p>8 marked as Exhibit 5, and don't worry, I'm not</p> <p>9 going to ask you to go through the entire</p> <p>10 document.</p> <p>11 A. I appreciate that.</p> <p>12 Q. Exhibit 5 is the SEC Form 10-K</p> <p>13 for Watson Pharmaceuticals, Inc., for the</p> <p>14 fiscal year ended December 31, 2001.</p> <p>15 A. I see it.</p> <p>16 Q. If you turn to page 6, please.</p> <p>17 And the page numbers are -- I'm referring to</p> <p>18 the small pagination in the center of the</p> <p>19 bottom of the page.</p> <p>20 A. (Witness complies.)</p> <p>21 Q. And do you see the list of</p> <p>22 Watson-branded products near the top of</p> <p>23 page 6?</p> <p>24 A. Yes.</p> <p>25 Q. And you see that there are two</p>

1 opioid-related products there?
 2 A. Yes.
 3 Q. Maxidone and Norco?
 4 A. I do.
 5 Q. Okay. Do you see that the --
 6 the sentence prior to that says, "We
 7 currently market a total of 20 branded
 8 product lines that we classify as general and
 9 pain management products, including the
 10 following"?
 11 A. Yes.
 12 Q. Who is "we" in that sentence?
 13 A. It refers to Watson
 14 Pharmaceutical, comma, Inc., and its indirect
 15 and direct subsidiaries.
 16 Q. So Watson Pharmaceuticals,
 17 comma, Inc., is reporting to the SEC and to
 18 its investors that it, Watson
 19 Pharmaceuticals, comma, Inc., and some of its
 20 subsidiaries market Maxidone and Norco as of
 21 the fiscal -- end of fiscal year 2001?
 22 MS. LEVY: Objection.
 23 You can answer.
 24 THE WITNESS: Okay. This is a
 25 consolidated financial, so it is a

1 collection of companies reporting up
 2 into the consolidated entity of Watson
 3 Pharmaceuticals, comma, Inc.
 4 QUESTIONS BY MR. MELAMED:
 5 Q. And that consolidated entity in
 6 its financial statements records revenues
 7 generated from the sales of those two drugs,
 8 correct?
 9 A. "That entity," could you
 10 clarify that, please?
 11 Q. Yes.
 12 Watson Pharmaceuticals, Inc.,
 13 the reporting entity here, reports in its
 14 financials sales from -- of Norco and
 15 Maxidone as of fiscal year 2001?
 16 A. On a consolidated basis.
 17 Q. And it also reports cost of
 18 sales for those two drugs, among others?
 19 A. On a consolidated basis.
 20 Q. Turn to page 7. You'll see
 21 that there is a similar list of off-patent
 22 pharmaceutical products.
 23 Do you see the list of drugs?
 24 A. Small 7 of 87?
 25 Q. Yes. No, I'm sorry, not small

1 7 of 87. It's small 8 of 87. It's page
 2 number 7 in the center.
 3 A. Thanks for the clarification.
 4 Yes.
 5 Q. Okay. And do you see that it
 6 lists several opioids, including hydrocodone
 7 bitartrate acetaminophen, two versions of
 8 that, and oxycodone acetaminophen?
 9 A. I do.
 10 Q. And you see in the full
 11 paragraph above that starts with "we are,"
 12 the Watson Pharmaceuticals, Inc., in this
 13 10-K is reporting that it develops,
 14 manufactures and sales off-patent
 15 pharmaceutical products?
 16 A. I do.
 17 Q. And you see that the products I
 18 just identified are amongst those off-patent
 19 pharmaceutical products that Watson
 20 Pharmaceutical, Inc., states -- Watson
 21 Pharmaceutical, Inc., states it develops,
 22 manufactures and sales?
 23 A. I do.
 24 Q. And I apologize, that should
 25 have been sells, not sales.

1 Turn back to page 3. Again,
 2 this is the 3 in the center of the bottom of
 3 the page in the overview.
 4 Do you see that the first
 5 paragraph states that this is Watson
 6 Pharmaceutical, Inc., Watson, is primarily
 7 engaged in the development, manufacture,
 8 marketing and distribution of patent and
 9 off-patent generic pharmaceutical products?
 10 A. I see that.
 11 Q. And you see that "we" is the
 12 first word in the next sentence?
 13 A. Yes.
 14 Q. Who is that "we" referring to
 15 in this sentence?
 16 A. It is referring to Watson
 17 Pharmaceuticals and its indirect and direct
 18 subsidiaries.
 19 Q. Where does it say that?
 20 A. It doesn't.
 21 Q. Okay. If you were to read this
 22 as somebody reading plain English, who would
 23 the "we" refer to?
 24 MS. LEVY: Objection to that
 25 question.

1 You can answer it.
 2 THE WITNESS: Again, with this
 3 document taking its context as being a
 4 consolidated financial, again, from a
 5 layman's perspective it's reporting on
 6 a group of entities.
 7 QUESTIONS BY MR. MELAMED:
 8 Q. Where does it define that group
 9 of entities in this document?
 10 MS. LEVY: Objection. You're
 11 going to have to let the witness read
 12 the document if you want him to answer
 13 about its contents.
 14 QUESTIONS BY MR. MELAMED:
 15 Q. Do you know as you -- before
 16 you -- before flipping through it, and I'm
 17 not -- this isn't a gotcha.
 18 A. Sure.
 19 Q. If you come back and find it
 20 later, that's cool.
 21 Do you know as you sit here
 22 right now if this document defines the
 23 related entities, the consolidated entities
 24 that --
 25 A. I don't know that.

1 Q. Okay. If you identify it at a
 2 later point, I'm happy to -- you know, please
 3 clarify your testimony.
 4 A. Sure.
 5 Q. I'm not going to hold you to
 6 the guess if you're able to identify them.
 7 Which of the Allergan-related
 8 entities -- and when I use that today, I'm
 9 trying -- please ask me if I'm not being
 10 clear --
 11 A. Sure.
 12 Q. -- but I'm trying to refer to
 13 all of the predecessors, successors,
 14 subsidiaries, 1995 on, all the companies that
 15 have been rolled up --
 16 A. Understood.
 17 Q. -- and potentially later sold.
 18 Which made contributions on its
 19 behalf or its parent's behalf or a
 20 subsidiary's behalf to federal politicians to
 21 lobby?
 22 A. I don't know.
 23 Q. Which actually engaged in
 24 hiring lobbyists?
 25 A. I don't have that information.

1 MS. LEVY: Objection. This is
 2 beyond the scope of the topics he's
 3 being designated on.
 4 QUESTIONS BY MR. MELAMED:
 5 Q. Which participated directly in
 6 lobbying?
 7 MS. LEVY: Same objection.
 8 THE WITNESS: I don't know.
 9 MS. LEVY: Beyond the scope of
 10 what he is -- let me finish my
 11 objection.
 12 Beyond the scope of what this
 13 witness is being designated on.
 14 QUESTIONS BY MR. MELAMED:
 15 Q. Do you know which made payments
 16 of any type?
 17 And by "any type" I'm meaning
 18 membership payments, sponsorship payments,
 19 donation payments, to the American Pain
 20 Foundation.
 21 MS. LEVY: Same objection.
 22 This is -- you're welcome to spend as
 23 much time as you want on this, but
 24 this is beyond the scope of the three
 25 topics that he is designated for.

1 MR. MELAMED: Fair enough. You
 2 can object and then --
 3 MS. LEVY: Go ahead.
 4 THE WITNESS: I don't know.
 5 QUESTIONS BY MR. MELAMED:
 6 Q. Okay. What about American
 7 Academy of Pain Medicine?
 8 MS. LEVY: Same objection.
 9 THE WITNESS: I don't know.
 10 QUESTIONS BY MR. MELAMED:
 11 Q. American Pain Society?
 12 MS. LEVY: Same objection.
 13 THE WITNESS: I don't know.
 14 QUESTIONS BY MR. MELAMED:
 15 Q. Federation of State Medical
 16 Boards?
 17 MS. LEVY: Same objection.
 18 THE WITNESS: I don't know.
 19 QUESTIONS BY MR. MELAMED:
 20 Q. Alliance for Patient Access?
 21 MS. LEVY: Objection. Beyond
 22 the scope.
 23 You may answer.
 24 THE WITNESS: I don't know.
 25

<p style="text-align: right;">Page 45</p> <p>1 QUESTIONS BY MR. MELAMED: 2 Q. US Pain Foundation? 3 MS. LEVY: Same objection. 4 THE WITNESS: I don't know.</p> <p>5 QUESTIONS BY MR. MELAMED: 6 Q. US Geriatrics Society? 7 MS. LEVY: Same objection. 8 THE WITNESS: I don't know. 9 (Allergan-Kaufhold Exhibit 6 10 marked for identification.)</p> <p>11 QUESTIONS BY MR. MELAMED: 12 Q. I'm handing you what's been 13 marked as Exhibit 6. 14 Exhibit 6 is a -- an SEC Form 15 10-K for the fiscal year ended December 31, 16 2005, for Watson Pharmaceuticals, Inc. 17 Turn to page -- let's see how 18 it's paginated. Unfortunately, the 19 pagination on this one is in the middle of 20 the page. 21 A. I see that. 22 Q. Okay. So it's going to be the 23 second page but is actually on the paginated 24 page 3. So we're looking at the -- under the 25 table of contents, part 1.</p>	<p style="text-align: right;">Page 46</p> <p>1 Do you see the business 2 overview? 3 A. I do. 4 Q. Okay. And you see that Watson 5 Pharmaceuticals, Inc., here is defined -- 6 "we" and "us" and "our" is defined as Watson 7 Pharmaceuticals, Inc., for purposes of this 8 document, correct? 9 A. That is correct. 10 Q. If you just turn the page one 11 page, you see a listing of some, but not all, 12 of Watson's generic products, correct? 13 A. Correct. 14 Q. And amongst those there are 15 several opioids, correct? 16 A. Correct. 17 Q. And I see hydrocodone 18 bitartrate acetaminophen, which is comparable 19 to brand name Lorcet; hydrocodone bitartrate 20 acetaminophen, comparable to Vicodin, and 21 then the same comparable to Lortab, and then 22 the same comparable to Norco; and then 23 oxycodone acetaminophen, comparable to 24 Percocet; oxycodone HCL, comparable to 25 OxyContin, correct?</p>
<p style="text-align: right;">Page 47</p> <p>1 A. Correct. 2 Q. And you see that it refers -- 3 above that it refers to those generic drugs 4 and others as "our portfolio of generic 5 pharmaceutical products," correct? 6 A. Correct. 7 Q. If you -- let's go back a page 8 under business description. 9 You see it says there, 10 "Prescription pharmaceutical products in the 11 US generally are marketed as either generic 12 or brand pharmaceuticals." Describes what 13 generic and brand pharmaceuticals refer to, 14 and then it says, "As a result of the 15 differences between these two types of 16 products, we operate and manage our business 17 as two segments: Generic and brand," 18 correct? 19 A. Correct. 20 Q. So when we were just talking 21 about the drugs on the next page, we were 22 talking about the Watson Pharmaceuticals, 23 Incorporated, brand -- I'm sorry, generic 24 segment, correct? 25 A. That's what it -- yes, generic</p>	<p style="text-align: right;">Page 48</p> <p>1 products, generic segment, yes. 2 Q. If you find the bottom -- if 3 you find what's marked, paginated, with 4 page 5 in the middle of the page and then you 5 look directly below that, do you see a list 6 of Watson brand products? 7 A. Yes. 8 Q. Okay. And you see that Norco 9 is listed as a Watson brand product? 10 A. I do. 11 Q. And you see that preceding the 12 10-K says "our," meaning Watson 13 Pharmaceuticals, Incorporated, "portfolio of 14 brand pharmaceutical products includes," and 15 then amongst the drugs it includes is Norco, 16 correct? 17 A. Correct. 18 MS. LEVY: Objection to the 19 form. 20 Wait for me to object before 21 you answer. 22 You can answer. 23 THE WITNESS: Yes. 24 QUESTIONS BY MR. MELAMED: 25 Q. And if you look at the prior</p>

1 paragraph, it says, "Our sales and marketing
 2 groups have targeted selected therapeutic
 3 areas," correct?

4 A. Yes.

5 Q. And it is -- those selected
 6 therapeutic areas are reflected in some of
 7 the drugs, including Norco listed below,
 8 correct?

9 A. Yes.

10 Q. I'm sorry to go out of order.

11 Let's go back to page 3 for a second.

12 Above the generics table, do
 13 you see the header "generic pharmaceutical
 14 products"?

15 A. Yes.

16 Q. Do you see that it's -- the
 17 10-K states, "Watson is a leader in the
 18 development, manufacture and sale of generic
 19 pharmaceutical products," correct?

20 A. Yes.

21 Q. So costs associated with the
 22 development, manufacture and sale of Watson
 23 Pharmaceuticals, Incorporated, generic
 24 opioids would be reflected on Watson
 25 Pharmaceutical, Incorporated's financial

1 statements, correct?

2 A. On a consolidated basis.

3 Q. Similarly, revenues would be --
 4 for branded opioid sales such as Norco,
 5 referenced in this document, would be
 6 recorded on Watson Pharmaceutical,
 7 Incorporated's financial statements, correct?

8 A. On a consolidated basis.

9 Q. This is the fiscal year 2005

10 10-K.

11 Can you tell me which entity
 12 owned the NDA for Norco at that time? And
 13 feel free to refer back to the chart.

14 A. Sure. I'd have to refer back
 15 to the chart.

16 So in -- I'll call your
 17 attention to page 5 of the --

18 Q. Uh-huh.

19 A. -- grid chart. The holders of
 20 the Norco ANDAs 2005 was Watson Laboratories,
 21 comma, Inc.

22 Q. Which is the entity that is the
 23 reporting entity in Exhibit 6 that we've been
 24 speaking about, correct?

25 A. No.

1 Q. What is the difference between
 2 the reporting entity in Exhibit 6 and the
 3 holder in 2005?

4 A. Sure.

5 The holder of the ANDA was a
 6 company called Watson Laboratories, comma,
 7 Inc., which is an indirect subsidiary of the
 8 top parent company of Watson Pharmaceuticals,
 9 comma, Inc., whose only assets is the net
 10 investment in the subsidiaries below it.

11 Q. Understood.

12 Who were the executive officers
 13 of Watson Laboratories, comma, Inc., in
 14 fiscal year 2005?

15 A. Watson Pharmaceuticals, comma,
 16 Inc. --

17 Q. Uh-huh.

18 A. -- you're referring to?

19 We've listed those on page 10.
 20 We've actually provided years when -- who
 21 were the officers and who were the directors.

22 Q. Okay. And that's for Watson
 23 Pharmaceuticals, comma, Inc.?

24 A. Comma, Inc., that is correct.

25 Q. What about Watson Laboratories,

1 comma, Inc.?

2 A. Watson.

3 Bottom of page 8, top of
 4 page 9, we provided here who the director,
 5 officers, were as of 2012 and 2013.

6 Q. Okay. But not the directors as
 7 of 2005; is that correct?

8 A. That is correct.

9 Q. And I see Watson Laboratories,
 10 Inc., the list -- the name is all the way at
 11 the bottom of page 8, but the actual list
 12 appears complete on page 9, correct?

13 A. That's correct.

14 Q. Okay. The officers -- the
 15 director is singular. It's Paul Bisaro.

16 Was he also the director of --
 17 just want to make sure I get the name
 18 right -- of Watson Pharmaceuticals, Inc., at
 19 that time? Or "a" director of Watson
 20 Pharmaceutical, Inc.?

21 A. I'd have to refer back to the
 22 10-K since this was before my time.

23 Q. Do you know -- I'm happy to let
 24 you do that.

25 Do you know whether the

<p style="text-align: right;">Page 53</p> <p>1 officers of Watson Laboratories, Inc., were 2 coextensive with the officers of Watson 3 Pharmaceuticals, Inc., at that time?</p> <p>4 A. Could you repeat that, please?</p> <p>5 Q. Do you know if the directors of 6 the two entities we're talking about were the 7 same?</p> <p>8 A. Between Watson Pharmaceutical, 9 comma, Inc., and --</p> <p>10 Q. And Watson Laboratories, Inc.</p> <p>11 A. No, they would not be the same. 12 And actually, just to clarify 13 here in regard to Paul Bisaro, who I listed 14 in 2012, he's not listed in '05. I believe 15 he joined the company sometime in the '07, 16 '08 time frame.</p> <p>17 Q. Okay. In 2012, do you know, 18 without looking at the -- at a K -- and if we 19 have to, we'll get there -- but do you know 20 whether Paul Bisaro was an officer of Watson 21 Pharmaceuticals, Inc.?</p> <p>22 A. He would be -- at 2012 he would 23 be the CEO, president, of Watson 24 Pharmaceutical, comma, Inc.</p> <p>25 Q. So as of 2012, he was both a</p>	<p style="text-align: right;">Page 54</p> <p>1 director of Watson Pharmaceuticals, Inc., and 2 Watson Laboratories, Inc., correct?</p> <p>3 A. That is correct.</p> <p>4 Q. Same in 2013?</p> <p>5 A. That would be -- that would be 6 correct.</p> <p>7 Q. What about the other -- just 8 sticking with these listed officers on page 9 9 of the exhibit you prepared, are each of 10 these officers of Watson Laboratories, Inc., 11 as of these dates in -- on July 24, 2012, 12 also officers of Watson Pharmaceuticals, 13 Inc., as of that date?</p> <p>14 A. I don't have that information.</p> <p>15 Q. You don't know; is this 16 correct?</p> <p>17 A. I don't know. 18 (Allergan-Kaufhold Exhibit 7 19 marked for identification.)</p> <p>20 QUESTIONS BY MR. MELAMED:</p> <p>21 Q. I'm handing you what's been 22 marked as Exhibit 7. 23 Exhibit 7 is SEC Form 10-K for 24 Actavis, Inc., for the fiscal year ended 25 December 31, 2012?</p>
<p style="text-align: right;">Page 55</p> <p>1 A. Actavis, comma, Inc., yes.</p> <p>2 Q. Actavis, comma, Inc. 3 And you see that the address 4 for the principal executive offices is in the 5 Morris Corporate Center in Parsippany, New 6 Jersey?</p> <p>7 A. Yes.</p> <p>8 Q. If you'd turn to page 3, and 9 here the pagination does align with the 10 pages, which is helpful.</p> <p>11 In the business overview, it 12 reflects that Watson Pharmaceuticals, Inc., 13 completed the acquisition of Actavis Group in 14 2012, correct?</p> <p>15 A. That is correct.</p> <p>16 Q. What are the entities in 17 Actavis Group?</p> <p>18 A. I think probably the easiest 19 way to refer to that since it's numerous is 20 in one of the pictorials that we've provided. 21 And I'm referring to Allergan PLC and 22 subsidiaries as of August 2, 2016.</p> <p>23 I also, just as a reference, 24 given the, you know, the transformation of 25 the business, you know, really since November</p>	<p style="text-align: right;">Page 56</p> <p>1 of 2012, there is a bigger chart in there 2 that steps through the history and the 3 evolution of the Actavis Group from the time 4 Watson Pharmaceutical, Inc., acquired it and 5 the other subsequent transformational 6 transactions as well, too.</p> <p>7 Q. Okay. So just to be clear for 8 the record, the August 2, 2016 chart you were 9 referring to has a Bates number which is 10 ALLERGAN_MDL_03674501, correct?</p> <p>11 A. That is correct.</p> <p>12 Q. Okay. And -- all right. And 13 just so the record's clear, I'm going to mark 14 the larger chart that you gave me as a 15 separate document. So when I -- when I -- 16 this exhibit will appear in two places. It 17 will be in the collection of materials you 18 gave to me earlier, but it will also be a 19 standalone, single-page document.</p> <p>20 A. Understood.</p> <p>21 Q. Do you want to trade so you can 22 have the marked exhibit, as long as you 23 haven't written on it?</p> <p>24 A. No. Good.</p> <p>25 Q. And I've marked that as</p>

1 Exhibit 8.
 2 (Allergan-Kaufhold Exhibit 8
 3 marked for identification.)
 4 QUESTIONS BY MR. MELAMED:
 5 Q. So I just want to very briefly
 6 talk through this. I think it's pretty
 7 self-explanatory.
 8 A. Sure.
 9 Q. There are a lot of people on
 10 the phone, and I want to make sure the
 11 record's clear.
 12 So the Actavis Group acquires a
 13 company called Amide or Amide
 14 Pharmaceuticals; is that correct?
 15 A. That is -- it -- it buys the
 16 manufacturing facility Purepac --
 17 Q. Okay.
 18 A. -- from Alpharma generic.
 19 Q. Okay. And is Amide that
 20 manufacturing facility, or is that something
 21 different?
 22 A. That's something different.
 23 Purepac was the manufacturer.
 24 MS. LEVY: I think it's Amide.
 25 I'm not sure. Maybe I'm southern, but

1 A. I do.
 2 Q. When -- now, if you return to
 3 the chart, when the Actavis Group acquired
 4 Amide Pharmaceuticals, it also acquired the
 5 ANDA for oxycodone hydrochloride tablets,
 6 correct?
 7 A. I see that on a list on the
 8 grid.
 9 Q. Okay. What is in the Actavis
 10 Group as reflected on the chart you've
 11 prepared? What entities?
 12 A. Sure. What I'll refer to is
 13 the other chart that I provided, and this is
 14 the one that's the Allergan PLC and
 15 subsidiaries at August 2, 2006. We refer
 16 that to MDL_03674504.
 17 And if I refer to page 4 of
 18 6 --
 19 Q. It's dated August 2nd --
 20 A. 2nd.
 21 Q. 2016?
 22 A. 2016, that is correct.
 23 Q. Okay.
 24 A. Okay. I'm just going to mark
 25 this as an exhibit. If you wouldn't mind

1 that's the way I say it.
 2 MR. MELAMED: I will refer to
 3 it as Amide.
 4 QUESTIONS BY MR. MELAMED:
 5 Q. And Amide had an ANDA for
 6 oxycodone hydrochloride tablets, is that
 7 correct, at the time it was acquired?
 8 A. I believe I listed -- they
 9 became -- it would have been the Kadian
 10 product.
 11 Q. Keep that chart out. I'm going
 12 to hand you another exhibit to look at
 13 briefly.
 14 (Allergan-Kaufhold Exhibit 9
 15 marked for identification.)
 16 QUESTIONS BY MR. MELAMED:
 17 Q. This is marked as Exhibit 9.
 18 Exhibit 9 is a letter from the
 19 Department of Health and Human Services dated
 20 February 6, 2004, to Amide Pharmaceutical
 21 concluding that its ANDA for oxycodone
 22 hydrochloride tablets is safe and effective
 23 for use as recommended in the submitted
 24 labeling.
 25 Do you see that?

1 trading again so everybody can be clear what
 2 we're talking about.
 3 (Allergan-Kaufhold Exhibit 10
 4 marked for identification.)
 5 QUESTIONS BY MR. MELAMED:
 6 Q. Okay. So page 4 of 6 has the
 7 Bate stamp at the bottom,
 8 ALLERGAN_MDL_03674504; is that correct?
 9 A. That is correct.
 10 Q. And this is dated 2016,
 11 correct?
 12 A. That is correct.
 13 Q. So I just want to be clear.
 14 What I was asking about, if you look at the
 15 chart you created --
 16 A. Yes.
 17 Q. -- Actavis Group is labeled in
 18 the upper left, and the first date associated
 19 with that is 2005 on the chart you created,
 20 correct?
 21 A. That is correct, yes.
 22 Q. It actually preexisted that
 23 date, right? That was the date it entered
 24 the opioids market. So Actavis Group existed
 25 as an entity prior to 2005?

<p style="text-align: center;">Page 61</p> <p>1 A. That is correct.</p> <p>2 Q. What entities were in the 3 Actavis Group when it entered the opioid 4 market?</p> <p>5 A. I don't have that information 6 here.</p> <p>7 Q. Okay. So returning to the 8 chart you created, when did the Actavis Group 9 become Actavis, Inc., to which -- the one 10 that has the dotted line with the Kadian 11 investment in it?</p> <p>12 A. So the Actavis Group was 13 acquired by Watson Pharmaceutical, comma, 14 Inc., in October of 2012, okay? At that 15 point in time, the combined entity, the name 16 was changed from Watson Pharmaceutical, 17 comma, Inc., to Actavis, comma, Inc.</p> <p>18 Q. Okay. Do you see how there are 19 two Actavis, comma, Inc.s, on the chart that 20 you created?</p> <p>21 There is the one that was 22 created in October 2013, and then there is 23 one above it --</p> <p>24 A. Right.</p> <p>25 Q. -- to which Kadian appears to</p>	<p style="text-align: center;">Page 62</p> <p>1 be divested in December 2008, correct?</p> <p>2 A. The -- so the Kadian divested 3 was King Pharma -- King Alpharma divesting 4 the Kadian product. So King was acquiring 5 Alpharma. Kadian was divested. Actavis, 6 Inc., prior to the acquisition of that 7 company by Watson Pharmaceutical, comma, 8 Inc., since that happened in 2008, that 9 product became part of legacy Actavis, as we 10 refer it to.</p> <p>11 Then Watson Pharmaceutical, 12 comma, Inc., acquired that company in October 13 of 2012. We rebranded the company to 14 Actavis, comma, Inc.</p> <p>15 And then subsequent to that, in 16 October of 2013, Actavis, Inc., acquired a 17 company by the name of Warner Chilcott PLC.</p> <p>18 Q. Understood.</p> <p>19 I just want to make clear, the 20 thing I'm not -- I'm clear on the 21 October 2013 --</p> <p>22 A. Okay.</p> <p>23 Q. -- renaming of Actavis, Inc.</p> <p>24 Watson acquires Actavis, 25 something, and decides to rename it Actavis,</p>
<p style="text-align: center;">Page 63</p> <p>1 Inc.</p> <p>2 Is that essentially correct?</p> <p>3 A. Renamed it Actavis, comma, Inc.</p> <p>4 Q. Actavis, comma, Inc.</p> <p>5 What is the entity that Watson 6 Pharmaceuticals, Inc., acquired called?</p> <p>7 A. I believe it was the Actavis 8 Group.</p> <p>9 Q. What are the entities in the 10 Actavis Group?</p> <p>11 A. I don't have that information.</p> <p>12 Q. Okay. Warner Chilcott was an 13 Irish company, correct?</p> <p>14 A. Excuse me.</p> <p>15 Q. Warner Chilcott was an Irish 16 company?</p> <p>17 A. Was, yes.</p> <p>18 Q. And after Actavis, Inc., 19 acquired Warner -- let me withdraw that. 20 I'll get to that a little later.</p> <p>21 A. Sure.</p> <p>22 Q. So this chart, you -- did you 23 create this chart?</p> <p>24 A. At my direction, the attorneys 25 created this.</p>	<p style="text-align: center;">Page 64</p> <p>1 Q. Okay. So your outside counsel 2 created this at your direction?</p> <p>3 A. That is correct.</p> <p>4 Q. Okay. And this reflects the 5 corporate entities, the Allergan-related 6 corporate entities, that had involvement in 7 the US opioid market through time; is that 8 correct?</p> <p>9 A. That would be correct.</p> <p>10 Q. Before we were looking at the 11 10-K for fiscal year 2012. Can you remind me 12 what exhibit that was? I'm sorry that I 13 don't have it.</p> <p>14 A. It was Exhibit 7.</p> <p>15 Q. Okay. If you turn to part 1, 16 page 3, you'll see the business overview. 17 The first paragraph pertains to the -- one of 18 the transactions you were just talking about, 19 correct?</p> <p>20 A. Yes.</p> <p>21 Q. And that transaction being 22 Watson Pharmaceuticals, Inc., acquired 23 Actavis Group in October of 2012, correct?</p> <p>24 A. Correct.</p> <p>25 Q. Watson then subsequently</p>

<p style="text-align: center;">Page 65</p> <p>1 changed its name to Actavis, Inc., in early 2 2013, right?</p> <p>3 A. Changed the name to Actavis, 4 comma, Inc., yes.</p> <p>5 Q. Actavis, comma, Inc. 6 Is there an entity called 7 Actavis Inc. without a comma?</p> <p>8 A. There is.</p> <p>9 Q. Can you explain where they fit 10 into this corporate structure?</p> <p>11 A. I'll just have to refer to the 12 chart.</p> <p>13 On this chart, Actavis Inc., I 14 believe, is -- on this chart is known as 15 Actavis, LLC. So Actavis Inc. was the old 16 Actavis US business that was acquired.</p> <p>17 So the legacy business name was 18 Actavis Inc. The top parent company, Watson 19 Pharmaceutical, comma, Inc., changed its name 20 to Actavis, comma, Inc. So the difference 21 between the two companies is the comma.</p> <p>22 Q. And the difference is that the 23 non-comma -- what you're testifying is that 24 the non-comma company, Actavis Inc., was a 25 subsidiary of Watson Pharmaceuticals, Inc.?</p>	<p style="text-align: center;">Page 66</p> <p>1 A. It was an indirect subsidiary 2 of Watson Pharmaceutical, comma, Inc. 3 Q. Indirect subsidiary, you're 4 talking about for tax purposes?</p> <p>5 A. From an ownership perspective. 6 It's not a direct, hundred-percent owned 7 subsidiary of Watson Pharmaceutical, comma, 8 Inc.</p> <p>9 Q. Okay. We can turn back to 10 Exhibit 7, which is the 10-K from fiscal year 11 2012 of Actavis, Inc. And we were just going 12 over the business overview, and we'd 13 established that Watson Pharmaceuticals, 14 Inc., had completed the acquisition of 15 Actavis Group.</p> <p>16 And am I correct then that when 17 this 10-K says Watson Pharmaceuticals, Inc., 18 completed the acquisition of Actavis Group, 19 it acquired a company that is also known as 20 Actavis, no comma, Inc.?</p> <p>21 A. Watson Pharmaceutical, comma, 22 Inc., completed the acquisition of the 23 Actavis Group.</p> <p>24 Q. And is the Actavis Group 25 Actavis, no comma, Inc., or no? Am I</p>
<p style="text-align: center;">Page 67</p> <p>1 misunderstanding?</p> <p>2 A. Actavis Inc. -- I'm just 3 thinking on the international side since 4 Actavis Group would have had international 5 operations as well. Actavis Inc. might just 6 refer to the US part of that entity.</p> <p>7 Q. At this point you're not sure?</p> <p>8 A. No.</p> <p>9 Q. Okay. If you -- if at a break 10 or whenever you figure this out --</p> <p>11 A. Sure.</p> <p>12 Q. -- please let me know.</p> <p>13 A. I will.</p> <p>14 Q. So returning to the business 15 overview in the -- in Exhibit 7, you see that 16 Watson Pharmaceuticals, Inc., changes 17 its ticker symbol from WPI to ACT in January 18 2013, correct?</p> <p>19 A. Correct.</p> <p>20 Q. And then the document names 21 Actavis, Inc. -- it defines Actavis, Inc. as 22 Actavis, the company, we, us, our, for 23 purposes of the 10-K, correct?</p> <p>24 A. Actavis, comma, Inc., yes, is 25 defined as that.</p>	<p style="text-align: center;">Page 68</p> <p>1 Q. Thanks for clarifying that. 2 And you see that Actavis, 3 comma, Inc., describes itself as a global 4 specialty pharmaceutical company engaged in 5 the development, manufacturing, marketing, 6 sale and distribution of generic-branded, 7 generic -- I'm sorry, let me state that more 8 clearly -- of generic, comma, branded 9 generic, comma, brand biosimilar and 10 over-the-counter pharmaceutical products?</p> <p>11 A. Yes.</p> <p>12 Q. And those include opioids, both 13 branded and generic, correct?</p> <p>14 A. Correct.</p> <p>15 Q. If you turn to page 4, near the 16 top you'll see that the acquisition of 17 Actavis Group resulted in the company 18 becoming the third largest global generics 19 pharmaceutical company, correct?</p> <p>20 It's the first sentence of the 21 first full paragraph.</p> <p>22 A. I see that, yes.</p> <p>23 Q. Okay. If you turn to page 8, 24 you see another list of generic products, and 25 the drugs named in this list, according to</p>

<p style="text-align: right;">Page 69</p> <p>1 the preceding paragraph, reflected 2 approximately 50 -- I'm sorry, 57 percent of 3 the Actavis pharma segment product revenues 4 in 2012, correct?</p> <p>5 A. Correct.</p> <p>6 Q. And those included opioids -- 7 the opioids fentanyl transdermal system, 8 hydrocodone bitartrate acetaminophen, 9 morphine sulfate, oxycodone hydrochloride and 10 acetaminophen, correct?</p> <p>11 A. Correct.</p> <p>12 Q. And again, the sentence at the 13 beginning -- just preceding the list of drugs 14 refers to "our" US portfolio, correct?</p> <p>15 A. Correct.</p> <p>16 Q. And "our" has been previously 17 defined as Actavis, Inc., correct?</p> <p>18 A. Has been defined as Actavis, 19 comma, Inc.</p> <p>20 Q. Thank you for the 21 clarification. We might need to go over that 22 a few times.</p> <p>23 A. Yes. Yes.</p> <p>24 Q. If you turn to page 12, do you 25 see the section titled "Anda distribution</p>	<p style="text-align: right;">Page 70</p> <p>1 segment"?</p> <p>2 A. Yes.</p> <p>3 Q. And again, it refers to "our 4 Anda distribution business."</p> <p>5 Do you see that?</p> <p>6 A. I do.</p> <p>7 Q. And "our" means Actavis, comma, 8 Inc., correct?</p> <p>9 A. Could you rephrase that or 10 repeat that, please?</p> <p>11 Q. Sure. It's just the definition 12 of "our" again.</p> <p>13 "Our" there refers to Actavis, 14 comma, Inc., in this context, correct?</p> <p>15 A. "Our" -- that's what "our" 16 refers to.</p> <p>17 Q. And the Anda distribution 18 business distributed prescription opioids, 19 correct?</p> <p>20 A. The legal entity of Anda did, 21 yes.</p> <p>22 Q. I'm just asking about the Anda 23 distribution business as -- as named here.</p> <p>24 A. Yes.</p> <p>25 Q. Okay. And it had -- if you</p>
<p style="text-align: right;">Page 71</p> <p>1 look a couple paragraphs down toward the end 2 of that section on Anda, it reflects that as 3 of 2012, fiscal year 2012, the Anda 4 distribution business distributed products 5 from facilities in Florida, Ohio, 6 Mississippi, and then a small volume from 7 Puerto Rico, correct?</p> <p>8 A. Correct.</p> <p>9 Q. If you turn to page F 48 in the 10 financials, you see that this page reports 11 the segment revenues, operating expenses, et 12 cetera?</p> <p>13 A. Yes.</p> <p>14 Q. Okay. And so the Actavis 15 Pharma segment contains revenues and 16 operating expenses reflecting Actavis, comma, 17 Incorporated's, generic opioids, correct?</p> <p>18 A. Correct.</p> <p>19 Q. And its specialty brand segment 20 includes revenues and operating expenses from 21 Actavis, comma, Inc.'s, branded opioids, 22 correct?</p> <p>23 A. Yes.</p> <p>24 Q. And Anda distribution segments 25 revenues and operating expenses reflect</p>	<p style="text-align: right;">Page 72</p> <p>1 revenues and expenses from the distribution 2 of both -- of Actavis, comma, Inc.'s, generic 3 and branded opioids, correct?</p> <p>4 A. It might -- no, it would not be 5 all the sales of the products. There was 6 other distribution centers.</p> <p>7 Q. Let me rephrase the question.</p> <p>8 A. Yeah.</p> <p>9 Q. Some of Anda distribution 10 segments, revenues and expenses reflect 11 revenues and expenses derived from the sale 12 of Actavis, comma, Inc.'s, generic and 13 branded opioids; is that correct?</p> <p>14 MS. LEVY: Object to the form.</p> <p>15 THE WITNESS: It reflects the 16 sales of the indirect subsidiary of 17 Actavis, comma, Inc., that booked the 18 sales. These are consolidated 19 financial statements, so this is on -- 20 reporting on the group.</p> <p>21 QUESTIONS BY MR. MELAMED:</p> <p>22 Q. Uh-huh. And this is described 23 in the 10-K as a reporting segment, correct?</p> <p>24 A. This is a reporting segment, 25 yes.</p>

1 Q. And Anda, also at this point in
 2 time, distributed opioid -- prescription
 3 opioids manufactured by other companies aside
 4 from Actavis, comma, Inc.; is that correct?

5 A. I don't have direct knowledge
 6 of that.

7 Q. There's no reason to say that
 8 you believe that's not so; you just don't
 9 know?

10 A. I don't know.

11 MR. MELAMED: Let's go off the
 12 record.

13 VIDEOGRAPHER: The time is
 14 1:25 p.m. Going off the record.

15 (Off the record at 1:25 p.m.)

16 VIDEOGRAPHER: Okay. We are
 17 back on the record. The time is
 18 1:39 p.m.

19 QUESTIONS BY MR. MELAMED:

20 Q. All right. I want you to pull
 21 back out the Actavis, comma, Inc., Form 10-K
 22 for the year ended December 31, 2012, which I
 23 believe is --

24 A. 7.

25 Q. Thank you. Exhibit 7.

1 And turn to page 77.
 2 Do you see it lists the
 3 executive officers of the registrant?

4 A. Yes.

5 Q. And it lists Paul Bisaro,
 6 Sigurder Olfasson, G. Frederick Wilkinson,
 7 Robert Stewart, R. Todd Joyce, David Buchen,
 8 Charles Mayr and Patrick Eagan?

9 A. Correct.

10 (Allergan-Kaufhold Exhibit 11
 11 marked for identification.)

12 QUESTIONS BY MR. MELAMED:

13 Q. Okay. I'm going to hand you
 14 what's been marked as Exhibit 11.

15 Exhibit 11 is -- is the Form
 16 10-K for Actavis PLC for the year ended 2013?

17 A. Yes.

18 Q. If you'd turn to page 98.

19 A. I'm on 98.

20 Q. And you see the executive
 21 officers of the registrant listed?

22 A. I do.

23 Q. And you see that each of the
 24 executive officers, with the exception of
 25 one, was an executive officer of Actavis,

1 comma, Inc., the year before, correct?

2 A. That is correct.

3 Q. The only difference being James
 4 D'Arecca or D'Arecca --

5 A. D'Arecca.

6 Q. D'Arecca, thank you.

7 -- was added as an executive in
 8 2013 of Allergan PLC, correct?

9 A. That is correct.

10 Q. If you turn back to page 3 now
 11 of Exhibit 11, you'll see that in the third
 12 paragraph Allergan PLC's principal executive
 13 offices are located -- sorry. Sorry.
 14 Withdraw that.

15 Page 4. It says that while the
 16 principal executive offices are now located
 17 in Dublin, the administrative offices are
 18 located at the Morris Corporate Center in
 19 Parsippany, New Jersey, correct?

20 A. That is correct.

21 Q. And that's the same address
 22 where Allergan, comma, Inc.'s, executive
 23 offices were located -- I'm sorry, principal
 24 headquarters were located at the end of
 25 fiscal year 2012, correct?

1 A. That was the principal office
 2 of Actavis, comma, Inc., yes.

3 Q. Okay. And where did -- the
 4 individuals on page 98, the executive
 5 officers of the registrant, where did they
 6 keep their offices?

7 A. They worked from the
 8 administrative headquarters.

9 Q. In Parsippany, New Jersey?

10 A. In Parsippany.

11 Q. So the activities of Actavis
 12 PLC, in fiscal year 2013, were directed,
 13 controlled and coordinated by executives
 14 located in Parsippany, New Jersey, correct?

15 MS. LEVY: Objection to form.

16 THE WITNESS: Can you rephrase
 17 that about activities?

18 QUESTIONS BY MR. MELAMED:

19 Q. Sure.

20 Actavis PLC as a company --

21 A. Yes.

22 Q. -- was run by executives
 23 located in Parsippany, New Jersey, in 2013;
 24 is that correct?

25 A. Actavis PLC, in the matter and

1 course of its business -- and again, when I
 2 look at that, it is from the board of
 3 directors and board meetings -- board
 4 meetings are in Dublin, Ireland.

5 Q. Where were -- you said the
 6 executives were in New Jersey, correct?

7 A. The ones that we described on
 8 98 were working out of the administrative
 9 offices.

10 Q. Is it your understanding that
 11 board -- board members direct the day-to-day
 12 operations of the company?

13 A. The board members give
 14 oversight to the company.

15 Q. Who directs the day-to-day
 16 operations of the company?

17 A. Would be the -- the day-to-day
 18 operations of a company is usually the
 19 leadership, the executive leadership, team.

20 Q. And that executive leadership
 21 conducted that day-to-day leadership of
 22 Actavis PLC as of fiscal year 2013 from New
 23 Jersey, correct?

24 A. Part of the business was based
 25 in New Jersey.

1 Q. All of the executives were
 2 based in New Jersey, correct?

3 A. They were based in Jersey.
 4 Q. And they traveled to Ireland
 5 for board meetings?

6 A. They participated in the board
 7 meetings, and all our board meetings,
 8 stockholder meetings, are based in Dublin.

9 Q. How many of those were there a
 10 year?

11 A. At least four, probably more,
 12 considering any type of material,
 13 transactions, acquisitions. Those decisions
 14 were made in Dublin as well.

15 Q. Board decisions were made in
 16 Dublin?

17 A. Board decisions, company
 18 decisions, material acquisitions and so
 19 forth.

20 Q. Mr. Bisaro, among others,
 21 participated in quarterly conference calls
 22 with investors, correct?

23 A. That is correct.

24 Q. Do you know where he prepared
 25 for those?

1 A. I do not.

2 Q. So go back to page 3, which
 3 recounts the company history. And it states
 4 that "Actavis PLC, which was formerly known
 5 as Actavis Limited, was incorporated in
 6 Ireland in 2013, first as a limited company,
 7 subsequently as a public limited company, for
 8 the purpose of facilitating the business
 9 connection between Actavis, Inc., and Warner
 10 Chilcott PLC," correct?

11 A. Correct.

12 Q. So neither Actavis Limited nor
 13 Actavis PLC had any existence before they
 14 were created to effectuate that merger?

15 A. That is -- that is correct.

16 Q. As part of the merger, each
 17 share of Actavis, comma, Inc., stock
 18 converted -- I'm sorry, let me withdraw that.
 19 State it a different way.

20 A. Uh-huh.

21 Q. As part of the merger, all
 22 shares of Actavis, comma, Inc., stock were
 23 converted into Actavis PLC common ordinary
 24 shares; is that correct?

25 A. That is correct. That became

1 the public company.

2 Q. And that was a one-to-one basis
 3 as well, correct?

4 A. I don't have the ratio.

5 Q. If you look at the last
 6 sentence of the first paragraph of the
 7 company history --

8 A. Okay.

9 Q. -- does that refresh your
 10 recollection?

11 A. Where are you seeing that?

12 Q. It says, "Each" -- I'm on
 13 page 3.

14 A. Page 3.

15 Q. Last sentence, first paragraph,
 16 "Each of Actavis, comma, Inc.'s, common
 17 shares was converted into one company
 18 ordinary share."

19 Do you see that?

20 A. Yes.

21 Q. And do you see the paragraph on
 22 page 3 just preceding the business overview
 23 that defines "we," "our," "us," "the company"
 24 and "Actavis" throughout this document?

25 A. I do.

<p>Page 81</p> <p>1 Q. And you see that they refer to 2 the financial information and transactions of 3 Watson Pharmaceuticals, Inc., before 2000 -- 4 January 23, 2013?</p> <p>5 A. That is correct.</p> <p>6 Q. And then they refer to Actavis, 7 the financial information and transactions of 8 Actavis, comma, Inc., from January 23, 2013, 9 until October 1, 2013?</p> <p>10 A. Yes.</p> <p>11 Q. And then subsequently to 12 Actavis PLC?</p> <p>13 A. Correct.</p> <p>14 Q. And then in the business 15 overview, Actavis is described as a 16 pharmaceutical company engaged in the 17 development, manufacturing, marketing, sale 18 and distribution of generic, branded generic, 19 brand name, brand or branded, biosimilar and 20 over-the-counter, OTC, pharmaceutical 21 products, right?</p> <p>22 A. Correct.</p> <p>23 Q. Those -- some of the generic 24 pharmaceutical products include generic 25 pharmaceutical opioids, correct?</p>	<p>Page 82</p> <p>1 A. Correct.</p> <p>2 Q. And some of the branded 3 pharmaceutical products include branded 4 opioids such as Kadian and Norco, correct?</p> <p>5 A. Correct.</p> <p>6 Q. If you turn to page 10, you see 7 a list of key generic pharmaceutical 8 products, correct?</p> <p>9 A. That is correct.</p> <p>10 Q. And there -- this -- under the 11 title of "Actavis Pharma Product Portfolio." 12 Do you see that?</p> <p>13 A. Yes.</p> <p>14 Q. You see among the generic 15 products listed are the opioids fentanyl 16 transdermal system, hydrocodone bitartrate 17 acetaminophen and morphine sulfate?</p> <p>18 A. Yes.</p> <p>19 Q. And you see the next paragraph, 20 second sentence, where it says "we," meaning 21 Allergan PLC, "sell our generic prescription 22 opioids primarily under Watson Laboratories, 23 Watson Pharma and Actavis Pharma labels"?</p> <p>24 A. Yes.</p> <p>25 Q. On page 12, you see a list of</p>
<p>Page 83</p> <p>1 key brand pharmaceutical product families, 2 correct?</p> <p>3 A. Correct.</p> <p>4 Q. And that includes the opioid 5 Kadian, correct?</p> <p>6 A. Correct.</p> <p>7 Q. And then on page 14, the 10-K 8 refers to another of the business segments, 9 the Anda distribution segment, correct?</p> <p>10 A. Yes.</p> <p>11 Q. And that is a distributor of 12 generic and brand pharmaceutical products, 13 vaccines, injectables, OTC medicines, 14 correct?</p> <p>15 A. That is their business.</p> <p>16 Q. Yes.</p> <p>17 If you turn to page 65, you see 18 the year-end financial highlights?</p> <p>19 Do you see that? Are you at 20 that page?</p> <p>21 A. Yes.</p> <p>22 Q. Okay. And you see the year 23 ended December 31, 2013, compared to 2012 24 section?</p> <p>25 A. I do.</p>	<p>Page 84</p> <p>1 Q. And you see that the results 2 below reflect the segment net revenues, 3 operating expenses and contributions for the 4 Actavis Pharma, Actavis Specialty Brands and 5 Actavis -- I'm sorry, Anda distribution 6 segments?</p> <p>7 A. I do.</p> <p>8 Q. And the revenues and operating 9 expenses for the Actavis Pharma business 10 segment included revenues derived from and 11 expenses on generic opioids, correct?</p> <p>12 A. Of the Actavis Pharma reporting 13 segment, yes.</p> <p>14 Q. Okay. And for the Actavis 15 Specialty Brand segment, that reflects 16 revenues, some revenues, derived from and 17 some expenses expended on the brand opioid 18 Kadian, correct?</p> <p>19 A. Yes.</p> <p>20 Q. And do you have any reason -- 21 you do not know as you sit here right now 22 whether the Anda distribution business 23 segment distributed opioids, whether from 24 Actavis PLC or any other company; is that 25 correct?</p>

<p style="text-align: right;">Page 85</p> <p>1 A. That's correct.</p> <p>2 Q. Do you know how -- if you turn 3 the page to 66, it starts breaking down by 4 business segment financials.</p> <p>5 This is the Actavis Pharma 6 segment?</p> <p>7 A. Uh-huh.</p> <p>8 Q. Do you know how much of the 9 revenue for the Actavis Pharma segment was 10 derived from sales of generic opioids in 11 fiscal year 2013?</p> <p>12 MS. LEVY: Objection. Beyond 13 the scope of this witness' testimony.</p> <p>14 THE WITNESS: I do not know.</p> <p>15 QUESTIONS BY MR. MELAMED:</p> <p>16 Q. Where would you find out that 17 information or from whom?</p> <p>18 A. I would have to ask Teva of the 19 generic opioids, since the business was sold 20 to Teva. The books and records were 21 transferred.</p> <p>22 Q. Is it your understanding that 23 Actavis PLC, which became Allergan PLC, no 24 longer has the books and records reflecting 25 that period of time?</p>	<p style="text-align: right;">Page 86</p> <p>1 A. That is correct.</p> <p>2 Q. And you mentioned before you 3 don't remember -- I just want to make sure 4 I'm clear on this. You don't remember 5 receiving a litigation hold letter or similar 6 document concerning those records at any 7 point, do you?</p> <p>8 MS. LEVY: Objection to form.</p> <p>9 You can answer.</p> <p>10 THE WITNESS: Sure. I mean, we 11 do as it relates to other type of 12 cases. This specific question, I 13 don't remember.</p> <p>14 QUESTIONS BY MR. MELAMED:</p> <p>15 Q. The specific question you're 16 referring to being?</p> <p>17 A. This case, the opioid.</p> <p>18 Q. You don't remember receiving a 19 litigation hold letter --</p> <p>20 A. That's correct.</p> <p>21 Q. -- or something like it 22 concerning the generic opioid business 23 transferred to Teva in 2016?</p> <p>24 A. I don't remember. It doesn't 25 mean that I haven't.</p>
<p style="text-align: right;">Page 87</p> <p>1 Q. Fair enough. 2 I assume if I ask you the same 3 questions about the percentage of revenues or 4 the percentage of costs -- well, let me 5 withdraw that.</p> <p>6 For the Actavis Specialty Brand 7 segment, which includes Kadian and Norco, 8 correct?</p> <p>9 A. That is correct.</p> <p>10 Q. Do you know the percentage of 11 revenues derived from sales of Norco and 12 Kadian together in fiscal year 2013?</p> <p>13 MS. LEVY: Objection. That is 14 beyond the scope of the topics for 15 which this witness is being 16 designated.</p> <p>17 You may answer the question.</p> <p>18 THE WITNESS: Sure. I do not 19 know the figures.</p> <p>20 QUESTIONS BY MR. MELAMED:</p> <p>21 Q. Okay. Same thing with costs 22 associated with those drugs?</p> <p>23 A. That's correct, I do not.</p> <p>24 Q. Okay. And same thing with 25 revenues or expenses derived from the</p>	<p style="text-align: right;">Page 88</p> <p>1 distribution through the Anda business 2 segment of any generics?</p> <p>3 MS. LEVY: Objection. Beyond 4 the scope of what this witness is 5 designated for, and, also, that 6 information has already been provided 7 to counsel through written discovery.</p> <p>8 THE WITNESS: I do not know. 9 (Allergan-Kaufhold Exhibit 12 10 marked for identification.)</p> <p>11 QUESTIONS BY MR. MELAMED:</p> <p>12 Q. I'm going to hand you what has 13 been marked Exhibit 12.</p> <p>14 Exhibit 12 is the fiscal year 15 2014 Form 10-K for Actavis PLC.</p> <p>16 A. Correct.</p> <p>17 Q. If you turn to page 2, do you 18 see that the administrative headquarters -- 19 this is in the last paragraph -- of Actavis 20 PLC remain at the Morris Corporate Center in 21 Parsippany? Correct?</p> <p>22 A. Bottom of page --</p> <p>23 Q. Bottom of page 2 -- top of the 24 last paragraph on page 2.</p> <p>25 A. Principal, Dublin,</p>

<p style="text-align: center;">Page 89</p> <p>1 administrative headquarters located in Morris 2 Corporate Center III, yes.</p> <p>3 Q. And that's the same location 4 where they were located for Actavis, comma, 5 Inc., correct?</p> <p>6 A. Actavis, comma, Inc., that is 7 correct.</p> <p>8 Q. And I believe the same at least 9 for some time for Watson Pharmaceuticals; is 10 that correct? Watson Pharmaceuticals, comma, 11 Inc.?</p> <p>12 A. 2012. That -- I don't 13 recollect the date that we moved to that 14 facility.</p> <p>15 Q. But you do recall as an 16 employee of Watson Pharmaceuticals, Inc., 17 moving to that facility; is that correct?</p> <p>18 A. I was not an employee of Watson 19 Pharmaceutical, comma, Inc.</p> <p>20 Q. What were you?</p> <p>21 A. I don't have the specific 22 entity, but it was not the top parent 23 company.</p> <p>24 Q. What was your role at Watson 25 Pharmaceuticals? At the sub -- whatever</p>	<p style="text-align: center;">Page 90</p> <p>1 entity you were in?</p> <p>2 A. I don't know.</p> <p>3 Q. What did you -- without 4 defining it with a name, what did you do at 5 Watson Pharmaceuticals, Inc., towards the end 6 of your time at Watson Pharmaceuticals, Inc.?</p> <p>7 A. For Watson Pharmaceuticals, 8 comma, Inc., I was the treasurer of the 9 company.</p> <p>10 Q. Okay. But you weren't employed 11 at Watson Pharmaceuticals, comma, Inc.; is 12 that correct?</p> <p>13 A. That is correct.</p> <p>14 Q. But you were the treasurer for 15 the entity -- your responsibility as a 16 treasurer included being a treasurer for the 17 entity known as Watson Pharmaceuticals, 18 comma, Inc., correct?</p> <p>19 A. I provided that service, yes.</p> <p>20 Q. Watson -- another way of 21 putting that is Watson Pharmaceuticals, 22 comma, Inc., did not have its own treasurer 23 employed as an employee of Watson 24 Pharmaceuticals, comma, Inc., correct?</p> <p>25 A. That is correct.</p>
<p style="text-align: center;">Page 91</p> <p>1 Q. Turn to page 1 of the fiscal 2 year 2014 10-K.</p> <p>3 Do you see in the bottom 4 paragraph it references a definitive 5 agreement between Actavis PLC and Allergan, 6 Incorporated, under which Actavis PLC will 7 acquire Allergan --</p> <p>8 A. Yes.</p> <p>9 Q. You see that, correct?</p> <p>10 A. I do.</p> <p>11 Q. And it's subsequent to that 12 acquisition that the name Actavis PLC became 13 Allergan PLC, correct?</p> <p>14 A. That is correct.</p> <p>15 Q. Allergan PLC is the successor 16 in interest to Actavis PLC; is that correct?</p> <p>17 A. Correct.</p> <p>18 Q. Just -- and Actavis PLC is the 19 successor in interest to Actavis, comma, 20 Inc., correct?</p> <p>21 A. That -- again, the legal 22 terminology. Actavis PLC was -- again, there 23 was the share-for-share exchange of Actavis, 24 comma, Inc., and Warner Chilcott PLC into 25 shares of Actavis PLC.</p>	<p style="text-align: center;">Page 92</p> <p>1 Q. Okay. And no other entity 2 aside of Actavis PLC had any ownership 3 interest in or ability to direct the actions 4 of the company Actavis, comma, Inc., 5 subsequent to the merger?</p> <p>6 A. Not sure what you mean by 7 "direct."</p> <p>8 Q. All of the shares from Actavis, 9 comma, Inc., converted to shares of --</p> <p>10 A. That is --</p> <p>11 Q. -- Actavis PLC, correct?</p> <p>12 A. That is correct. (Allergan-Kaufhold Exhibit 13 marked for identification.)</p> <p>13 QUESTIONS BY MR. MELAMED:</p> <p>14 Q. Okay. You can put that aside. I'm handing you what's been marked Exhibit 13, which is the 2015 Form 10-K for Allergan PLC. And if you turn to page 3.</p> <p>15 So in the bottom paragraph describes the master purchase agreement entered into on July 26, 2015, by Allergan PLC and Teva Pharmaceutical Industries Limited, correct?</p>

<p style="text-align: center;">Page 93</p> <p>1 A. Yes.</p> <p>2 Q. What was Allergan PLC selling</p> <p>3 to Teva?</p> <p>4 A. It was its generic business.</p> <p>5 Q. Generic opioids business or</p> <p>6 generic all -- let me ask that as a single</p> <p>7 question.</p> <p>8 What kind of generic</p> <p>9 pharmaceuticals were included in that</p> <p>10 transaction?</p> <p>11 A. What was sold was all of the</p> <p>12 generic business.</p> <p>13 Q. Inclusive of, but not limited</p> <p>14 to, generic opioids, correct?</p> <p>15 A. That is correct.</p> <p>16 Q. This master purchase agreement</p> <p>17 did not include the sale of the Anda</p> <p>18 distribution segment; is that correct?</p> <p>19 A. The Anda business was sold --</p> <p>20 it might have been in a separate agreement.</p> <p>21 Q. You're just not sure either</p> <p>22 way?</p> <p>23 A. What I'm sure of is we do not</p> <p>24 own the business. Teva owns the business.</p> <p>25 Q. And page 3 says that "We" --</p>	<p style="text-align: center;">Page 94</p> <p>1 and here "we" is the "financial information</p> <p>2 and transactions of Watson Pharmaceuticals,</p> <p>3 Inc., prior to January 2013, Actavis, Inc.,</p> <p>4 from January 2013 to October 2013, and</p> <p>5 Allergan PLC and Warner Chilcott Limited,</p> <p>6 subsequent to October 2013.</p> <p>7 You see that, correct,</p> <p>8 regarding "we"?</p> <p>9 A. Actavis, comma, Inc., from</p> <p>10 January 23, 2013, to October 1, 2013.</p> <p>11 Q. Okay. And the rest of what I</p> <p>12 said was correct?</p> <p>13 A. Yes.</p> <p>14 Q. Okay. That "we" will receive</p> <p>15 \$33.75 billion in cash and 100.3 million Teva</p> <p>16 ordinary shares or American depositary</p> <p>17 shares, correct?</p> <p>18 A. Yes.</p> <p>19 Q. Is that what Allergan PLC</p> <p>20 received for the sale of its generics</p> <p>21 business to Teva?</p> <p>22 A. At the -- this was, again,</p> <p>23 2015. This had a certain value of the 100</p> <p>24 million shares. On the day it closed, the</p> <p>25 100 million shares would have been valued</p>
<p style="text-align: center;">Page 95</p> <p>1 something different than what is in this</p> <p>2 agreement.</p> <p>3 Q. So you did -- Allergan PLC did</p> <p>4 receive approximately \$33.75 billion in cash?</p> <p>5 A. That is correct.</p> <p>6 Q. And then it received --</p> <p>7 A. Shares.</p> <p>8 Q. -- some -- some body of</p> <p>9 approximately 100 million shares, give or</p> <p>10 take, depending on the current value of the</p> <p>11 shares?</p> <p>12 A. Exactly.</p> <p>13 Q. Where did that money get -- on</p> <p>14 whose financial statements were the</p> <p>15 \$33.75 billion in cash recorded?</p> <p>16 A. Would have been recorded --</p> <p>17 again, I don't have that direct knowledge.</p> <p>18 Q. You were the treasurer --</p> <p>19 currently your job is as treasurer, correct?</p> <p>20 A. Yes.</p> <p>21 Q. And you're treasurer of --</p> <p>22 what's the name of the company? It's</p> <p>23 Allergan...</p> <p>24 A. I'm treasurer of several legal</p> <p>25 entities in the Allergan group of companies.</p>	<p style="text-align: center;">Page 96</p> <p>1 Q. I'm sorry, who's your -- who</p> <p>2 are you employed by?</p> <p>3 A. I'm employed by Allergan Sales,</p> <p>4 LLC.</p> <p>5 Q. And as treasurer of Allergan</p> <p>6 Sales, LLC, one of the companies that you</p> <p>7 provide services to, that you are treasurer</p> <p>8 for, is Allergan PLC, correct?</p> <p>9 A. That is correct.</p> <p>10 Q. Do you know whether the</p> <p>11 \$33.75 billion went on to Allergan PLC's</p> <p>12 financial statements?</p> <p>13 A. It went on its consolidated</p> <p>14 financial statements.</p> <p>15 Q. Do you know what happened to</p> <p>16 that money --</p> <p>17 A. Yes.</p> <p>18 Q. -- how it derived through --</p> <p>19 how it made its way through the organization,</p> <p>20 if it did?</p> <p>21 A. Yes.</p> <p>22 Q. What happened to the</p> <p>23 \$33.75 billion?</p> <p>24 A. When we received the company,</p> <p>25 some of it, approximately \$6.2 billion, went</p>

<p style="text-align: center;">Page 97</p> <p>1 to -- would have been called Actavis Capital 2 S.a.r.l., okay, where we had debt 3 outstanding. We paid off approximately 4 6.2 billion of term loans, so the proceeds 5 went there.</p> <p>6 A portion of the proceeds also 7 went to, I believe it would have been, the 8 Holdco, which was the owner, who had its net 9 investment in the group that we sold to Teva.</p> <p>10 Q. What was the owner of the 11 hold -- what was the Holdco that sold the 12 generics entities?</p> <p>13 A. In regard to the August 2, 14 2016, org chart, page 2 of 6 -- and again, 15 this is MDL03674502. If you go to page 2, 16 you see the top box that's in yellow, Actavis 17 Holdco US, that was sold to Teva.</p> <p>18 It's direct parent was Allergan 19 Holdco US, comma, Inc. So a portion, a 20 majority of the funds, went to that entity.</p> <p>21 Q. At that point in time did 22 Allergan Holdco US, comma, Inc., have any 23 employees?</p> <p>24 A. No, it did not.</p> <p>25 Q. Did Actavis Holdco US, comma,</p>	<p style="text-align: center;">Page 98</p> <p>1 Inc., that was sold have any -- itself have 2 any employees?</p> <p>3 A. Actavis Holdco US, comma, Inc., 4 no.</p> <p>5 Q. Did -- and if you look up the 6 chart, there's an entity called Actavis 7 Capital S.a.r.l., S-a-r-l?</p> <p>8 A. Yes.</p> <p>9 Q. Is that the entity to which you 10 said approximately \$6 billion --</p> <p>11 A. That is correct.</p> <p>12 Q. Did Actavis Capital S.a.r.l. 13 have any employees at that point in time?</p> <p>14 A. It did not.</p> <p>15 Q. If you want to go to the front 16 page just -- of the same exhibit, which is 17 ALLERGAN_MDL_03674501.</p> <p>18 A. Yes.</p> <p>19 Q. As of August 2, 2016, do you 20 know how many, approximately how many, 21 employees Allergan PLC had in its Irish 22 office?</p> <p>23 A. Allergan PLC has no employees.</p> <p>24 Q. Today does Allergan PLC have no 25 employees?</p>
<p style="text-align: center;">Page 99</p> <p>1 A. No employees.</p> <p>2 Q. Has Allergan PLC ever had 3 employees?</p> <p>4 A. That is possible.</p> <p>5 Q. Possible but you're not sure?</p> <p>6 A. I'm not sure.</p> <p>7 Q. What about Warner Chilcott PLC, 8 the entity that reported -- according to this 9 organizational chart, the entity that 10 reported directly up to Allergan PLC, did it 11 have any employees? Sorry, just --</p> <p>12 A. I don't know.</p> <p>13 Q. Does it currently have any 14 employees?</p> <p>15 A. It does not.</p> <p>16 Q. What about Warner Chilcott 17 Limited, Bermuda?</p> <p>18 A. No employees.</p> <p>19 Q. Never?</p> <p>20 A. Never.</p> <p>21 Q. What about Warner Chilcott 22 Holdings Company II, Limited?</p> <p>23 A. No.</p> <p>24 Q. What about Warner Chilcott 25 Holdings Company III, Limited?</p>	<p style="text-align: center;">Page 100</p> <p>1 A. No.</p> <p>2 Q. What about Actavis Ireland 3 Holding, Limited, over to the left?</p> <p>4 A. No.</p> <p>5 Q. Zero employees?</p> <p>6 A. Zero employees.</p> <p>7 Q. What about Actavis Capital 8 S.a.r.l.? I believe we just covered that on 9 the other sheet.</p> <p>10 A. Yes.</p> <p>11 Q. Zero employees?</p> <p>12 A. Zero employees.</p> <p>13 Q. What about Actavis WC Holding, 14 Incorporated?</p> <p>15 A. I do not know.</p> <p>16 Q. Okay. Does it exist currently, 17 as of today?</p> <p>18 A. Actavis WC? Actavis WC</p> <p>19 Holdings today -- do you have -- I would need 20 the chart.</p> <p>21 MS. LEVY: Just -- you can say 22 if you know and what you would need to 23 know.</p> <p>24 THE WITNESS: I don't know.</p>

<p style="text-align: right;">Page 101</p> <p>1 QUESTIONS BY MR. MELAMED:</p> <p>2 Q. As of 2016 you don't know, and</p> <p>3 as of 2018, without looking at another</p> <p>4 document, you don't know?</p> <p>5 A. That's correct.</p> <p>6 Q. What about Allergan Finance,</p> <p>7 LLC, formerly known as Actavis, no comma,</p> <p>8 Inc.?</p> <p>9 A. Actavis --</p> <p>10 Q. We're still on the page ending</p> <p>11 501.</p> <p>12 A. Okay.</p> <p>13 Q. And it's a dark blue box.</p> <p>14 A. Yeah.</p> <p>15 Q. As of 2016, did Allergan</p> <p>16 Finance, LLC, formerly known as Actavis, no</p> <p>17 comma, Inc., have any employees?</p> <p>18 A. I do not know.</p> <p>19 Q. Who would I ask to figure that</p> <p>20 out?</p> <p>21 A. I wouldn't know the person.</p> <p>22 Q. Did Allergan, comma, Inc.,</p> <p>23 direct -- directly below the entity we were</p> <p>24 just talking about have any employees in</p> <p>25 2016?</p>	<p style="text-align: right;">Page 102</p> <p>1 A. I don't have that information.</p> <p>2 Q. Do you know whether they have</p> <p>3 employees today?</p> <p>4 A. I don't have that information.</p> <p>5 Q. Go back to the FY 15 -- fiscal</p> <p>6 year 15 Allergan PLC 10-K and turn to page 4.</p> <p>7 Under business overview, do you</p> <p>8 see that?</p> <p>9 A. I do.</p> <p>10 Q. Do you see that Allergan PLC</p> <p>11 describes itself as a global specialty</p> <p>12 pharmaceutical company engaged in the</p> <p>13 development, manufacturing, marketing and</p> <p>14 distribution of brand name pharmaceutical</p> <p>15 products, brand, branded or specialty brand,</p> <p>16 medical aesthetics, biosimilar and</p> <p>17 over-the-counter pharmaceutical products?</p> <p>18 A. Yes.</p> <p>19 Q. Did that engagement include the</p> <p>20 development, manufacturing, marketing or</p> <p>21 distribution of any brand name opioids?</p> <p>22 A. Yes.</p> <p>23 Q. And at this point in time prior</p> <p>24 to the closing of the deal with Teva, did</p> <p>25 that development, manufacturing and</p>
<p style="text-align: right;">Page 103</p> <p>1 marketing -- I'm sorry, development,</p> <p>2 manufacturing, marketing and distribution</p> <p>3 include generic opioid products?</p> <p>4 A. Prior to the close of the</p> <p>5 generic sale, it would have included.</p> <p>6 Q. If you look at the bottom</p> <p>7 paragraph on page 4, it states that "Allergan</p> <p>8 PLC's principal executive offices are located</p> <p>9 in Dublin, Ireland, and our administrative</p> <p>10 headquarters are located at the Morris</p> <p>11 Corporate Center III in Parsippany, New</p> <p>12 Jersey," correct?</p> <p>13 A. Yes.</p> <p>14 Q. Where did Allergan PLC's</p> <p>15 executives have their office?</p> <p>16 A. Allergan PLC had no employees.</p> <p>17 Q. Allergan PLC did not have any</p> <p>18 executives, executive officers?</p> <p>19 A. It had executive -- people who</p> <p>20 served in a role of executive officers.</p> <p>21 Q. And they're listed in the K,</p> <p>22 correct?</p> <p>23 A. They are listed in the K.</p> <p>24 Q. Where did those individuals</p> <p>25 maintain their offices?</p>	<p style="text-align: right;">Page 104</p> <p>1 A. I just need to take a look at</p> <p>2 the list to see who changed.</p> <p>3 Do you know what page that is?</p> <p>4 Q. See if I can help you out in a</p> <p>5 second.</p> <p>6 You can look at the signature</p> <p>7 page on page 106. It lists -- we can just</p> <p>8 talk about the four officers listed there.</p> <p>9 A. Page...</p> <p>10 Q. Actually, let me make sure</p> <p>11 that's the correct page.</p> <p>12 MS. LEVY: Is this the PDF?</p> <p>13 MR. MELAMED: It's page 106.</p> <p>14 In the middle of the bottom of the</p> <p>15 page is 106.</p> <p>16 THE WITNESS: Got it. Okay.</p> <p>17 QUESTIONS BY MR. MELAMED:</p> <p>18 Q. And it lists the executives.</p> <p>19 It list four executives on this page: Paul</p> <p>20 Bisaro, Brenton Saunders, Maria Teresa Hilado</p> <p>21 and James -- I'm sorry --</p> <p>22 A. James D'Arecca.</p> <p>23 Q. D'Arecca. Thank you.</p> <p>24 A. These four officers worked from</p> <p>25 the administrative offices.</p>

<p style="text-align: right;">Page 105</p> <p>1 Q. In Parsippany? 2 A. In Parsippany. 3 Q. As in past years, certain of 4 the revenues reported by Allergan PLC in this 5 fiscal year 10-K would reflect sales of brand 6 opioids, correct? 7 A. It would reflect the 8 consolidated revenues from the brand opioids. 9 Q. And certain of the revenues for 10 the global generics business would reflect -- 11 prior to the sale of the generic opioid 12 business to Teva -- 13 A. It would include the 14 consolidated revenues, yes. 15 Q. Okay. And similarly, expenses 16 for generic opioids would be reflected in the 17 financial statements for the global generics 18 business, correct? 19 A. The consolidated expenses, yes. 20 Q. And the brand expenses would 21 reflect -- the consolidated expenses would 22 reflect expenses on brand name Kadian, 23 correct? 24 A. That's correct. 25 (Allergan-Kaufhold Exhibit 14)</p>	<p style="text-align: right;">Page 106</p> <p>1 marked for identification.) 2 QUESTIONS BY MR. MELAMED: 3 Q. I'm going to hand you what I'm 4 marking as Exhibit 14, which is the Form 10-K 5 for the fiscal year ended 2017 for Allergan 6 PLC. 7 If you turn to page 3, you'll 8 see under the company history we have the 9 same accounting of the company history as has 10 been told in prior 10-Ks, correct? 11 A. Correct. 12 Q. The one change being that 13 Actavis, comma, Inc., is now known as 14 Allergan Finance, LLC, correct? 15 It's in the first paragraph 16 under company history. Oh, you're checking 17 to see if there was a change. 18 A. Yeah, I just wanted to see the 19 name change. That is correct. 20 Q. Okay. So the name change 21 from -- 22 A. From Actavis, Inc., to Allergan 23 Finance, comma, LLC. 24 Q. That's from Actavis, comma, 25 Inc., correct?</p>
<p style="text-align: right;">Page 107</p> <p>1 A. That is correct. 2 Q. Okay. So that occurred during 3 the fiscal year -- sometime in the fiscal 4 year of 2017? 5 A. That would be correct. '17 -- 6 this is the financials as of '17. That would 7 be correct, yes. 8 Q. So just to be clear, Allergan 9 Finance, comma, LLC, is what was formerly 10 known as Actavis, Inc. -- comma, Inc., 11 correct? 12 A. That is correct. 13 Q. If you turn to page 4, the top 14 paragraph addresses the sale of the Anda 15 distribution business at Teva which we 16 alluded to before -- 17 A. Yes. 18 Q. -- but you see that it sold for 19 \$500 million, correct? 20 A. Correct. 21 Q. Where did that \$500 million go? 22 A. I don't -- off the top of my 23 head, I'm not sure where that went, but it 24 did not go to Allergan PLC. 25 Q. Why are you sure that it did</p>	<p style="text-align: right;">Page 108</p> <p>1 not go to Allergan PLC? 2 A. Because Allergan PLC -- there's 3 no large cash balances being maintained at 4 Allergan PLC, just sufficient cash to pay the 5 expenses of maintaining that entity. 6 Q. When Actavis, comma, Inc., and 7 Warner Chilcott merged and became Actavis 8 PLC, Actavis, comma, Inc., was the larger 9 company, correct? 10 A. That is correct. 11 Q. And Actavis, comma, Inc., at 12 that point was incorporated in the United 13 States, correct? 14 A. Actavis, comma, Inc., was 15 incorporated in the US, yes. 16 Q. Why did the company formed to 17 effectuate that merger, Actavis PLC, 18 incorporate in Ireland? 19 A. We were acquiring a PLC company 20 which was based in Ireland, and a decision 21 was made to be an Irish company. 22 Q. What was -- what were the 23 considerations that drove that decision, the 24 primary considerations that drove that 25 decision?</p>

<p style="text-align: right;">Page 109</p> <p>1 A. I, again, was not part of those 2 discussions.</p> <p>3 Q. Have you seen anything reported 4 publicly on those discussions?</p> <p>5 A. Well, there was being reported 6 at the time or afterwards, again, with 7 inversions --</p> <p>8 Q. What --</p> <p>9 A. -- companies redomiciling for 10 tax reasons.</p> <p>11 Q. So the tax liability for 12 incorporating in Ireland would be less than 13 it would have been had the company 14 incorporated in the United States?</p> <p>15 A. It would be a lower effective 16 tax rate.</p> <p>17 Q. And is that what you understand 18 to be the primary reason that the merge -- 19 the company created to effectuate that merger 20 was incorporated in Ireland?</p> <p>21 A. I don't know if that was the 22 primary reason. It was probably one of the 23 reasons.</p> <p>24 Warner Chilcott had extensive 25 manufacturing facilities in Ireland employing</p>	<p style="text-align: right;">Page 110</p> <p>1 people, so that would probably also have been 2 part of the decision as well.</p> <p>3 Q. Did Actavis, comma, Inc., have 4 manufacturing facilities in the United States 5 at the time of the merger?</p> <p>6 A. They had some of their 7 manufacturing in the US.</p> <p>8 Q. And did those manufacturing 9 facilities employ a lot of people?</p> <p>10 A. They -- well, I don't know what 11 you mean by "a lot."</p> <p>12 Q. I'm just using the language you 13 used when you talked about the Irish 14 manufacturing facilities.</p> <p>15 A. Okay.</p> <p>16 Q. You said it employed a lot of 17 people. I think --</p> <p>18 A. I said there were significant 19 manufacturing since some of the larger 20 products of Warner Chilcott were being 21 manufactured out of Ireland.</p> <p>22 Q. Do you know as you sit here 23 today whether there were more employees of 24 Aller -- I'm sorry, Actavis, comma, Inc.'s, 25 American manufacturing facilities or more</p>
<p style="text-align: right;">Page 111</p> <p>1 employees of Warner Chilcott PLC's Irish 2 manufacturing facilities?</p> <p>3 A. Rephrase the part about 4 Actavis' manufacturing facilities.</p> <p>5 Q. I just want to know if, as you 6 sit here today, do you know whether there 7 were more employees of manufacturing 8 facilities in the US or in Irish -- in 9 Irish -- in Ireland of the combined two 10 companies.</p> <p>11 A. I don't have those numbers.</p> <p>12 Q. Do you have reason to think one 13 or the other, as you sit here today, without 14 being exact?</p> <p>15 A. Without being exact, I would 16 think when you look at the global 17 manufacturing facilities of Actavis, if you 18 look at the US portion, probably they were 19 greater than Warner Chilcott Ireland's 20 facility.</p> <p>21 Q. You can put that 10-K aside.</p> <p>22 A. Sure.</p> <p>23 (Allergan-Kaufhold Exhibit 15 24 marked for identification.)</p> <p>25</p>	<p style="text-align: right;">Page 112</p> <p>1 QUESTIONS BY MR. MELAMED: 2 Q. Handing you what's been marked 3 as Exhibit 15, which is an article from 4 Fortune magazine dated May 21, 2013, titled 5 "Actavis, the latest Fortune 500 Company to 6 quote, leave, unquote, the US for tax 7 reasons."</p> <p>8 MS. LEVY: Can you give him a 9 minute to review the document?</p> <p>10 MR. MELAMED: Sure.</p> <p>11 MS. LEVY: You can ask your 12 questions then.</p> <p>13 MR. MELAMED: Yeah, I'll direct 14 him if I have specific questions, but 15 I'm happy to give him...</p> <p>16 THE WITNESS: Okay.</p> <p>17 QUESTIONS BY MR. MELAMED: 18 Q. This article, or at least the 19 title of the article, reflects what you were 20 talking about before, that it was at least -- 21 the tax reasons played at least some part in 22 the decision to -- to undergo a corporate 23 inversion, correct?</p> <p>24 A. That's what I said.</p> <p>25 Q. Is it correct that the title</p>

<p style="text-align: right;">Page 113</p> <p>1 reflects that reason?</p> <p>2 MS. LEVY: Object to the form.</p> <p>3 THE WITNESS: Again, I didn't</p> <p>4 write this article. I don't know</p> <p>5 what's in the author's head.</p> <p>6 QUESTIONS BY MR. MELAMED:</p> <p>7 Q. Just asking you to read -- as a</p> <p>8 treasurer of a -- who has treasury</p> <p>9 experience, responsibility for the successor</p> <p>10 of the company being spoken about.</p> <p>11 MS. LEVY: What's the question?</p> <p>12 QUESTIONS BY MR. MELAMED:</p> <p>13 Q. Does the title reflect what you</p> <p>14 were saying before, that one of the reasons</p> <p>15 that Actavis chose to incorporate the merged</p> <p>16 company in Ireland instead of the US was for</p> <p>17 tax reasons?</p> <p>18 A. As part of our -- yes, as part</p> <p>19 of our fiduciary responsibility.</p> <p>20 Q. Okay. So the title is -- of</p> <p>21 this article, by use of the quotes around</p> <p>22 leave, is suggesting that -- do you</p> <p>23 understand the title of this article --</p> <p>24 A. Yes.</p> <p>25 Q. -- by using the quote -- the</p>	<p style="text-align: right;">Page 114</p> <p>1 quotes around the word "leave," to imply that</p> <p>2 the company did not actually leave the US?</p> <p>3 MS. LEVY: I'm going to object</p> <p>4 to the question to the extent that</p> <p>5 you're calling for him to speculate</p> <p>6 about this article.</p> <p>7 QUESTIONS BY MR. MELAMED:</p> <p>8 Q. You can answer based on being a</p> <p>9 reader and a treasurer of the company.</p> <p>10 A. Can you rephrase that question</p> <p>11 then? Or restate -- or repeat it, please?</p> <p>12 Q. So as the treasurer who</p> <p>13 provides services to the company being</p> <p>14 discussed -- you do provide treasurer</p> <p>15 services to the company being discussed; is</p> <p>16 that correct?</p> <p>17 A. Correct.</p> <p>18 Q. Okay. And in that role, with</p> <p>19 your body of experience as you read the</p> <p>20 title, do you understand the title to imply</p> <p>21 that the company -- that the author is saying</p> <p>22 the company was not leaving the US?</p> <p>23 MS. LEVY: Object to form.</p> <p>24 That's an improper question, and it's</p> <p>25 been asked and answered.</p>
<p style="text-align: right;">Page 115</p> <p>1 You can answer again.</p> <p>2 THE WITNESS: Again, I don't</p> <p>3 know what is meant by -- what the</p> <p>4 quotes or what it means. Leaves.</p> <p>5 QUESTIONS BY MR. MELAMED:</p> <p>6 Q. Okay. You don't have an</p> <p>7 understanding of what you think he means to</p> <p>8 intend by those quotes?</p> <p>9 A. Exactly.</p> <p>10 MS. LEVY: Same objection.</p> <p>11 QUESTIONS BY MR. MELAMED:</p> <p>12 Q. And you see at the end of the</p> <p>13 first paragraph of the article and then the</p> <p>14 one-sentence -- second paragraph -- statement</p> <p>15 from the author: "This despite the fact that</p> <p>16 the company's top executives, including CEO</p> <p>17 Paul Bisaro, will continue to live and work</p> <p>18 in New Jersey."</p> <p>19 And then the article purports</p> <p>20 to quote Bisaro, who says, "Everybody loves</p> <p>21 New Jersey too much, and nobody is willing to</p> <p>22 go,' he said on a conference call yesterday."</p> <p>23 Do you see that?</p> <p>24 A. I see that.</p> <p>25 Q. And that's consistent with your</p>	<p style="text-align: right;">Page 116</p> <p>1 testimony before, that the execu -- the top</p> <p>2 executives of Actavis PLC remained in New</p> <p>3 Jersey, correct?</p> <p>4 A. They work in the administrative</p> <p>5 offices in New Jersey. That part I agree</p> <p>6 with.</p> <p>7 Q. You don't agree that everybody</p> <p>8 loves New Jersey too much?</p> <p>9 A. No. What it says is, "CEO Paul</p> <p>10 Bisaro will continue to live and work in New</p> <p>11 Jersey." He worked in the administrative</p> <p>12 headquarters of Actavis in Parsippany.</p> <p>13 Q. And Mr. Saunders is currently</p> <p>14 the CEO of the sub -- the successor in</p> <p>15 interest Allergan PLC, correct?</p> <p>16 A. He is the CEO, president, of</p> <p>17 Allergan PLC.</p> <p>18 Q. And he also continues to work</p> <p>19 in New Jersey, correct?</p> <p>20 A. He works in the administrative</p> <p>21 offices, yes.</p> <p>22 Q. And you -- the company has</p> <p>23 moved its administrative offices to Madison,</p> <p>24 New Jersey; is that correct?</p> <p>25 A. That is correct.</p>

1 Q. And it is in the process of
 2 consolidating offices from other locations in
 3 New Jersey; is that correct?

4 A. It has consolidated Parsippany,
 5 Rockaway, Jersey City, since the facility in
 6 Parsippany went to Teva.

7 (Allergan-Kaufhold Exhibit 16
 8 marked for identification.)

9 QUESTIONS BY MR. MELAMED:

10 Q. I'm going to hand you what I'm
 11 marking as Exhibit 16. Exhibit 16 is a
 12 printout of the current executive leadership
 13 of Allergan PLC taken from the company's
 14 website.

15 So we just discussed,
 16 Mr. Saunders, Brenton Saunders, works in New
 17 Jersey, correct?

18 A. He works from New Jersey, yes.

19 Q. You turn the page, William
 20 Meury -- I'm not sure if I'm saying his last
 21 name --

22 A. Meury.

23 Q. Meury.

24 A. Yes.

25 Q. Where does William Meury live

1 and work?

2 A. Again, to where he lives, I
 3 think he lives in Connecticut.

4 Work, I believe he has -- he
 5 has an office in the administrative
 6 headquarters.

7 Q. Do you know if that's where he
 8 primarily works, or you don't know either
 9 way?

10 A. I don't know.

11 Q. The next individual is the
 12 chief financial -- chief financial officer,
 13 Matt Welsh?

14 A. Uh-huh.

15 Q. Do you know where Mr. Welsh
 16 works primarily -- where his primary office
 17 is?

18 A. Administrative offices.

19 Q. In New Jersey?

20 A. In New Jersey.

21 Q. Is it currently Madison? We
 22 just --

23 A. Madison, yes.

24 Q. Do you know where he lives?

25 A. I do.

1 Q. In what state?

2 A. New Jersey.

3 Q. Do you know where chief legal
 4 officer and corporate secretary, A. Robert D.
 5 Bailey, works, where his primary office is?

6 A. He has an office at the
 7 administrative offices.

8 Q. Is that his primary office?

9 A. That is his primary office.

10 Q. Okay. And that's the
 11 administrative offices in New Jersey,
 12 correct?

13 A. Correct.

14 Q. Chief human resources officer
 15 Karen Ling, do you know where she maintains
 16 her primary office?

17 A. The administrative offices.

18 Q. In New Jersey?

19 A. In New Jersey.

20 Q. The chief research and
 21 development officer, C. David Nicholson, do
 22 you know where he maintains his principal
 23 office?

24 A. Administrative offices, New
 25 Jersey.

1 Q. Chief communications officer,
 2 Alex Kelly, do you know where he maintains
 3 his principal office?

4 A. Administrative offices in New
 5 Jersey.

6 Q. Executive vice president for
 7 global operations, Wayne Swanton, do you know
 8 where he maintains his principal office?

9 A. Administrative offices in New
 10 Jersey.

11 Q. You can put that aside.

12 Where do you maintain your
 13 principal office?

14 A. New Jersey.

15 Q. Same -- same office building --

16 A. Yes.

17 Q. -- as these individuals?

18 A. Yes.

19 Q. Are you on the same floor as
 20 the CEO? Mr. Saunders?

21 A. I am on the fourth floor.

22 Q. Is that the executive floor,
 23 where all the executive offices are?

24 A. There are other offices in the
 25 building. I mean, it's 450,000 square feet,

1 five, six stories, so...
 2 Q. I'm not trying to be tricky
 3 with the question. I understand you're
 4 trying to be precise, and I appreciate that.
 5 A. Yeah, I sit within -- I do not
 6 sit in the executive suite.
 7 Q. Okay. So there's an executive
 8 suite where the -- all of the individuals we
 9 just went through sit or most of them sit?
 10 A. They have offices next to each
 11 other, yes.
 12 Q. And are you on the same floor?
 13 A. I am on the fourth floor, yes.
 14 Q. Okay. How many --
 15 approximately how many individuals are on the
 16 fourth floor?
 17 A. I don't have that number.
 18 Q. Is it, like, fewer than a
 19 hundred? Just trying to get an idea.
 20 A. It's -- again, it's a
 21 five-story building. You have a cafeteria.
 22 I mean, it's probably -- probably somewhere
 23 about 200 to 300 employees.
 24 Q. In all five floors?
 25 A. Five floors.

1 In total, it's 1,300 people,
 2 approximately, in that location.
 3 Q. At that location --
 4 A. Five floors.
 5 Q. There are approximately 1,300
 6 people in the five floors in Madison, New
 7 Jersey?
 8 A. Correct.
 9 Q. How many employees of Allergan
 10 PLC are in Ireland?
 11 MS. LEVY: Object to the form.
 12 THE WITNESS: Allergan PLC has
 13 no employees.
 14 QUESTIONS BY MR. MELAMED:
 15 Q. Who is -- who is Mr. Saunders
 16 employed by?
 17 A. I don't have that information.
 18 Q. Do you know who pays his
 19 checks, what corporate entity pays his
 20 checks?
 21 A. I would -- it would be ADP.
 22 Q. Who -- does ADP draw -- who
 23 provides the funding for ADP to provide
 24 Mr. Saunders his checks; do you know?
 25 A. A subsidiary of Allergan.

1 Q. What is that subsidiary called?
 2 A. I don't have that name.
 3 Q. Do you believe -- withdraw
 4 that.
 5 Do you know whether you
 6 receive -- whether your check's funding comes
 7 from the same subsidiary?
 8 A. Yes.
 9 Q. It does come from the same
 10 subsidiary?
 11 A. Yes.
 12 MR. MELAMED: Let's go off the
 13 record, please.
 14 THE WITNESS: Sure.
 15 VIDEOGRAPHER: All right. The
 16 time is 2:46 p m. Off the record.
 17 (Off the record at 2:46 p.m.)
 18 VIDEOGRAPHER: We are now on
 19 the record. The time 3:02 p m.
 20 THE WITNESS: Excuse me just
 21 for a second, Matt.
 22 Just in regard to this one
 23 exhibit, which is the chart that we
 24 provided, just -- there was a typo on
 25 here where it says, "Allergan Finance,

1 comma, LLC," in parentheses it says
 2 "f/k/a Actavis Inc." It should say
 3 "Actavis, comma, Inc."
 4 QUESTIONS BY MR. MELAMED:
 5 Q. Okay. And is that the --
 6 A. That's correct, that's the dark
 7 blue box in the middle. You'll see Allergan
 8 Finance, LLC. You'll see f/k/a Actavis Inc.
 9 It should say Actavis, comma, Inc.
 10 Q. Okay. And that's
 11 ALLERGAN_MDL_03674501.
 12 A. That's correct.
 13 Q. All right.
 14 A. And then also during the break
 15 I did go back. We did look at some of the
 16 org charts that have been provided, and I'll
 17 just call your attention to MDL_03367301,
 18 which shows the -- it will show where Actavis
 19 Group is and Actavis Inc., no comma.
 20 Q. Okay. I just want to look for
 21 that for a sec.
 22 You said 33601?
 23 A. 67301, correct.
 24 MS. LEVY: It's not in that
 25 stack, Matt. It's a previously

1 produced org chart. I have a copy in
 2 my bag if you want to see it.
 3 You had asked about Actavis
 4 Group --
 5 MR. MELAMED: Correct.
 6 MS. LEVY: -- and he's telling
 7 you where the answer to --
 8 MR. MELAMED: Okay. I was just
 9 looking -- thank you. I was
 10 looking -- can I look at that at the
 11 next break?
 12 MS. LEVY: Sure.
 13 MR. MELAMED: Thank you.
 14 QUESTIONS BY MR. MELAMED:
 15 Q. Where is Allergan Finance, LLC,
 16 located? In the world, not in the org chart.
 17 A. In the world is -- that is a US
 18 company.
 19 Q. Where is -- where -- does it
 20 have -- you said before it has no employees,
 21 correct?
 22 A. It has no employees, no
 23 operations.
 24 Q. What is its purpose?
 25 A. Is a holding company. It holds

1 the investment of the subsidiary that is
 2 right below that.
 3 Q. What is the subsidiary that is
 4 right below it?
 5 A. Is Allergan, comma, Inc.
 6 Q. In the -- I believe it's the
 7 fiscal year '18 10-K, one of the 10-Ks we
 8 looked at before, it said "Allergan Finance,
 9 LLC, was formerly known as Allergan, comma,
 10 Inc."?
 11 I'm sorry, let me withdraw
 12 that.
 13 In one of the Ks we looked at
 14 before -- and I will look through and find
 15 it. But if you remember, I won't have to.
 16 A. Sure.
 17 Q. -- the K stated that Allergan
 18 Finance, LLC, was formerly known as Actavis,
 19 comma, Inc.?
 20 A. That is correct.
 21 Q. Okay. Is also -- let me just
 22 make sure I understand.
 23 It is also -- Allergan Finance,
 24 LLC, is also the holding company of Actavis,
 25 comma, Inc.?

1 A. No.
 2 Q. I'm sorry. Can you repeat what
 3 it is the holding company of?
 4 A. Sure. Allergan Finance, LLC,
 5 owns 100 percent of the Allergan, comma, Inc.
 6 Q. Allergan, comma, Inc. Thank
 7 you.
 8 Where is Allergan, comma, Inc.,
 9 located in the world?
 10 A. US.
 11 Q. How many employees does
 12 Allergan, comma, Inc., have?
 13 A. I don't have that number.
 14 Q. Does it have employees?
 15 A. I do not know.
 16 Q. Do you know the purpose of
 17 Allergan, comma, Inc.?
 18 A. Allergan, comma, Inc., is
 19 his -- it's the historical Allergan company
 20 that was acquired in 2015.
 21 Q. So the previously existing
 22 entity that was acquired by Actavis?
 23 A. Acquired by Actavis PLC.
 24 Q. Okay. So the company that
 25 manufactures Botox and other pharmaceutical

1 products?
 2 A. Botox and products that they
 3 were manufacturing at that time, yes.
 4 Q. None of which are opioids,
 5 correct?
 6 A. That is correct.
 7 Q. So I just want to state what we
 8 just went through a little more concisely.
 9 A. Sure.
 10 Q. Please correct me if I get it
 11 wrong.
 12 A. Absolutely.
 13 Q. Allergan Finance, LLC, is a
 14 holding company that holds 100 percent of the
 15 Allergan, comma, Inc., which is the legacy
 16 Allergan entity, correct?
 17 A. Correct.
 18 Q. And the legacy Allergan entity
 19 has at no point that you are aware of been
 20 involved in -- in the marketing, production,
 21 sale or any other -- in any other way of
 22 prescription opioids, correct?
 23 A. That is correct.
 24 And thinking about it, Allergan
 25 Finance, comma, LLC, may have some operating

<p style="text-align: right;">Page 129</p> <p>1 assets, but I -- I don't have that 2 information.</p> <p>3 Q. Assets. But you're -- it may 4 have assets, but you are sure that it does 5 not have employees?</p> <p>6 A. That is correct.</p> <p>7 Q. How are you -- is there 8 something about the org chart that shows you 9 it does not have employees?</p> <p>10 A. No, it does not.</p> <p>11 Q. Okay.</p> <p>12 A. Doesn't show on the chart.</p> <p>13 Q. It's just something you know 14 independently?</p> <p>15 A. Yes.</p> <p>16 Q. Are you the treasurer of 17 Allergan Finance, LLC?</p> <p>18 A. I am the treasurer, yes.</p> <p>19 Q. But you do not work for 20 Allergan Finance, LLC, correct?</p> <p>21 A. That is correct.</p> <p>22 Q. You have a similar relationship 23 vis-à-vis your job as treasurer with Allergan 24 Finance, LLC, as you do with Allergan PLC, 25 correct?</p>	<p style="text-align: right;">Page 130</p> <p>1 A. Same type of relationship -- 2 providing treasury functions?</p> <p>3 Q. That you are the treasurer for 4 both companies, but you are not employed by 5 either, correct?</p> <p>6 A. Correct.</p> <p>7 Q. What other companies are you 8 treasurer for?</p> <p>9 A. There are numerous US 10 companies. I don't have the list of names.</p> <p>11 Q. Who are the officers of 12 Allergan Finance, LLC?</p> <p>13 A. We have it listed on the grid 14 that we provided on page 12. We list the 15 Allergan Finance, comma, LLC, officers.</p> <p>16 Q. Is that what's reflected 17 currently on the screen?</p> <p>18 A. That is correct.</p> <p>19 Q. Is this at a particular point 20 in time? Is this -- let me withdraw that. 21 Is this the current list of 22 officers?</p> <p>23 A. Yes, it is.</p> <p>24 Q. Is this list of officers also 25 the list of officers of Allergan, comma,</p>
<p style="text-align: right;">Page 131</p> <p>1 Inc.?</p> <p>2 A. I don't have that information.</p> <p>3 Q. Okay. You, however, are an 4 officer of Allergan Finance, LLC, correct?</p> <p>5 A. Correct.</p> <p>6 Q. Because Allergan Finance, LLC, 7 is a holding company, it has no -- let me 8 withdraw that.</p> <p>9 Allergan Finance, LLC, you 10 testified, is a holding company, correct?</p> <p>11 A. I said it was a holding company 12 owning 100 percent. Then I corrected by 13 saying it may have some operating assets.</p> <p>14 Q. Do you know if any of the 15 operating assets have anything to do with 16 opioids?</p> <p>17 A. Sub -- could you repeat that 18 question, please?</p> <p>19 Q. Do any of Allergan Finance -- 20 does Allergan Finance, LLC, have any 21 involvement with opioid products?</p> <p>22 A. Through an indirect 23 relationship of subsidiaries.</p> <p>24 Q. What is -- can you walk me 25 through that indirect relationship of</p>	<p style="text-align: right;">Page 132</p> <p>1 subsidiaries?</p> <p>2 A. Sure. And I'll just bring back 3 out this sheet here, which is the branded 4 opioids.</p> <p>5 Q. The Norco and Kadian?</p> <p>6 A. Norco and Kadian.</p> <p>7 So when you look at, for 8 example -- you look at sales, currently 9 they're being sold by Allergan USA, comma, 10 Inc., which is a subsidiary of Allergan, 11 comma, Inc., which is a subsidiary of 12 Allergan Finance, comma, LLC.</p> <p>13 Q. Okay. I thought before you 14 testified that Allergan, comma, Inc., was the 15 legacy Allergan business.</p> <p>16 A. Say it again, please.</p> <p>17 Q. I thought -- I just want you to 18 help me clarify.</p> <p>19 A. Sure.</p> <p>20 Q. My understanding of what you 21 testified to before is that Allergan, comma, 22 Inc., was the legacy Allergan business and, 23 as such, had nothing to do with opioids.</p> <p>24 A. Allergan, comma, Inc., per the 25 chart on 6 -- and again, I stand corrected on</p>

1 that -- do some corporate reorganization.
 2 Allergan Sales, comma, LLC, is the entity
 3 that is currently selling the Norco product
 4 and is also the entity that is selling the
 5 Kadian product, the brand product.
 6 Q. On 6 you're referring to --
 7 A. Page 6.
 8 Q. -- the Bates number that ends
 9 506?
 10 A. 506.
 11 Q. Okay.
 12 A. If you look towards the top,
 13 you see Allergan PLC, Allergan, comma, Inc.
 14 If you go to your left, you
 15 will -- you'll see -- okay. Hold on for one
 16 second. Okay. There's two entities, okay?
 17 And let's be specific here.
 18 Allergan Sales, comma, LLC,
 19 which is the entity that you see at the far
 20 right -- okay?
 21 Q. Far right up here?
 22 A. Yes.
 23 Q. Okay.
 24 A. Okay? That holds the IP, okay,
 25 the ANDA in Kadian, okay?

1 actually sell Kadian and Norco work?
 2 A. What division?
 3 Q. What entity, on this sheet or
 4 any other sheet, do the individuals who sell
 5 Kadian or Norco work?
 6 MS. LEVY: Object to the form.
 7 THE WITNESS: I don't know who
 8 they're employed by.
 9 QUESTIONS BY MR. MELAMED:
 10 Q. Do you know what -- prior to
 11 the sale of the generic opioid products, do
 12 you know what entity at Allergan employed the
 13 individuals who marketed those generic drugs
 14 to distributors and pharmacies?
 15 MS. LEVY: Object to the form.
 16 THE WITNESS: I do not.
 17 QUESTIONS BY MR. MELAMED:
 18 Q. Do you know if there was
 19 anybody employed anywhere within Allergan PLC
 20 who fulfilled that role?
 21 A. Within PLC, the answer is no.
 22 Q. At any subsidiary to PLC?
 23 A. They would be in some
 24 subsidiary.
 25 Q. You're just unaware of which

1 And then if -- on this chart
 2 here -- where is Allergan Sales USA? If you
 3 now come back a little and -- you'll see a
 4 company right next to Allergan Sales, comma,
 5 Allergan Specialty Therapeutics, comma,
 6 Inc.
 7 Q. Uh-huh.
 8 A. Right below that is an entity
 9 called Allergan USA, comma, Inc.
 10 Q. Uh-huh.
 11 A. That is where the sales, the
 12 revenue, is booked for Norco as well as for
 13 Kadian.
 14 Q. And does Allergan USA, comma,
 15 Inc., have any employees?
 16 A. I believe not, no.
 17 Q. And then that revenue that's
 18 booked at Allergan USA, comma, Inc., for the
 19 sale of Kadian and Norco rolls up into the
 20 consolidated financial statements of Allergan
 21 PLC?
 22 A. That would be correct, yes.
 23 Q. Which also has no employees?
 24 A. That is correct.
 25 Q. In what division do people who

1 one?
 2 A. Which one, yes.
 3 Q. At some point Kadian was
 4 marketed and detailed to physicians and other
 5 health care professionals, are you aware of
 6 that?
 7 MS. LEVY: Objection. This is
 8 beyond the scope of what this witness
 9 has been proffered on.
 10 But you may answer.
 11 THE WITNESS: I would assume.
 12 I have no direct knowledge.
 13 QUESTIONS BY MR. MELAMED:
 14 Q. Okay. So you have been offered
 15 to talk about the corporate structure
 16 relating to opioids generally, correctly --
 17 correct?
 18 A. Correct.
 19 Q. Okay. I'm going to represent
 20 to you, and you can just object again, that
 21 at some point in the past Kadian was marketed
 22 and detailed to physicians and other health
 23 care providers. With that -- let me withdraw
 24 that last phrase.
 25 Do you know which entity within

1 the org chart is an entity where anyone who
 2 marketed Kadian or detailed Kadian to
 3 physicians worked?

4 A. I do not.

5 Q. What about Norco?

6 A. I do not.

7 Q. What about generic opioids
 8 prior to the sale of -- to Teva?

9 A. I do not.

10 Q. Do you know what entity in this
 11 org chart or any other org chart employed the
 12 individuals who worked on regulatory issues
 13 concerning opioids?

14 A. I do not.

15 Q. Do you know which entity, if
 16 any, within this org chart, or any other
 17 employed individuals who worked in the
 18 suspicious -- the monitoring of suspicious
 19 sales of opioids?

20 MS. LEVY: Objection, again, to
 21 this line of questioning. Beyond the
 22 scope of what this witness is offered
 23 for, and we have other corporate reps
 24 who have been offered to testify about
 25 these subjects.

1 QUESTIONS BY MR. MELAMED:

2 Q. You previously testified that
 3 there are approximately 1,300 people who work
 4 in the Madison, New Jersey, administrative
 5 headquarters of Allergan PLC?

6 A. Approximately.

7 Q. Who employs those individuals?

8 A. I do not know.

9 Q. You said you're employed by
 10 Allergan Sales, LLC, correct?

11 A. That is correct.

12 Q. Do you know who employs the
 13 executives of Allergan PLC?

14 A. I do not know.

15 Q. Do you know who employs anybody
 16 else in the building?

17 Without naming anybody, do you
 18 know who employs anybody else in the building
 19 at Madison -- in Madison?

20 A. Well, certain groups, yes.

21 Q. What groups?

22 A. Well, for example, people who
 23 report to me as part of the treasury
 24 function, they would also be employees of
 25 Allergan Sales, LLC. Same with the other

1 MR. MELAMED: I just want to
 2 clarify. I think you are -- is it
 3 true that he was offered to talk about
 4 corporation -- the organization of the
 5 corporation and -- vis-à-vis opioids?

6 MS. LEVY: This witness is
 7 offered on the three topics that we've
 8 offered him on. You know what they
 9 are.

10 MR. MELAMED: Okay. So I'll
 11 reask the question. You can object,
 12 and then I'd like you to answer.

13 QUESTIONS BY MR. MELAMED:

14 Q. What Allergan PLC entity works
 15 on issues related to suspicious monitoring of
 16 the sales of Allergan's opioids?

17 MS. LEVY: Objection. Beyond
 18 the scope of what this witness has
 19 been offered to testify about.

20 As you know, Counsel, we have
 21 other corporate representatives who
 22 have been designated to testify about
 23 that topic.

24 THE WITNESS: I do not know.

1 finance functions as well, too.

2 Q. What other finance -- are all
 3 the finance functions for the entirety of
 4 Allergan PLC within the Allergan Sales, LLC,
 5 entity?

6 A. Rephrase that, please?

7 Q. You said -- I -- it was an
 8 inartfully phrased question. I'm trying to
 9 follow up on what your testimony was.

10 A. Sure.

11 Q. You testified you would also
 12 know about the entity that employs the
 13 Allergan Finance group; is that true?

14 A. To clarify, the Allergan
 15 Finance group that works in the US at
 16 Madison, New Jersey.

17 Q. Okay. Who employs them?

18 A. Allergan Sales, LLC.

19 Q. Okay. Do you know any other
 20 entities who employ individuals who work at
 21 the Madison, New Jersey, location?

22 A. I do not.

23 Q. Approximately how many
 24 employees does Allergan Sales, LLC, have?

25 A. I do not know.

1 Q. About how many employees are in
2 the treasury function of Allergan Sales, LLC?
3 A. Including myself and my admin,
4 it's eight people in treasury.
5 Q. About how many people are
6 employed in the finance group in Madison of
7 Allergan Sales, LLC?
8 A. Well, not -- the finance
9 function -- who are hired by Allergan Sales,
10 LLC, is probably somewhere 200 to 200 -- I
11 would say about 200 people.
12 Q. And you said they were hired by
13 Allergan Sales, LLC.
14 Can you clarify what you mean,
15 why you said "hired"?
16 A. Well, they are on the payroll
17 of Allergan Sales, LLC, so when I get my
18 check, when I get my W-2 at the end of the
19 year, it says "Allergan Sales, LLC."
20 Q. You testified before that you
21 weren't sure whose funds were used when ADP
22 processed your paycheck.
23 Do you remember that?
24 MS. LEVY: Objection to
25 mischaracterization.

1 QUESTIONS BY MR. MELAMED:
2 Q. Feel free to clarify.
3 A. Right. The question was, which
4 entity paid that.
5 I don't recollect or have that
6 information readily, which entity that is,
7 considering the number of legal entities that
8 we have.
9 Q. Do you know which entity signs
10 that paycheck?
11 A. I -- again, it's mostly all
12 direct deposits. I don't even know if
13 there's a signature on the check.
14 Q. But when you get your W-2, it's
15 from Allergan Sales, LLC?
16 A. That is correct.
17 Q. Do you know if that is true of
18 the executive officers, that their W-2s would
19 reflect salaries earned from Allergan Sales,
20 LLC?
21 A. I don't know that.
22 Q. Do you have any reason to
23 believe it's any different?
24 A. It would only be an assumption
25 on my part.

1 Q. You have no idea either way.
2 You just --
3 A. I have no idea.
4 Q. I asked you before about a
5 litigation hold pertaining to the City of
6 Chicago case. Do you remember that?
7 A. Yes.
8 Q. And you said you didn't
9 remember a litigation hold for that case,
10 correct?
11 A. That's correct.
12 Q. It may have been issued, it may
13 not, you just don't have a --
14 A. Exactly.
15 Q. Do you have a memory of a
16 litigation hold being issued pertaining to
17 any case in the MDL?
18 A. I -- not specifically.
19 Q. Do you know that one has been
20 issued?
21 A. Not specifically. It doesn't
22 mean it has been.
23 Q. Okay. Understood. I'm just
24 trying to understand.
25 A. Yeah.

1 Q. Has anybody told you to retain
2 all documents related to some category of
3 information concerning the MDL litigation?
4 A. We get document, you know, hold
5 requests coming in from legal, and we
6 certainly abide by those requests, but I
7 can't list out for you here the -- here are
8 all the requests that we received in the last
9 couple of years.
10 Q. So you just aren't sure either
11 way whether you received one pertaining to
12 any of the cases in the MDL?
13 A. That's what I said.
14 (Allergan-Kaufhold Exhibit 17
15 marked for identification.)
16 QUESTIONS BY MR. MELAMED:
17 Q. I'm going to hand you what I've
18 marked as Exhibit 17. It's an e-mail chain,
19 the most recent in time from Joel Trugman to
20 Tara Brolly, cc'ing others. The Bates number
21 is ALLERGAN_MDL_01335569.
22 First, I want to draw your
23 attention to the signature block of Mr. --
24 Dr. Trugman on the last in time e-mail, which
25 is on top of the first page.

1 Do you see that?
 2 A. Yes.
 3 Q. Do you see where he represents
 4 he is -- what company represents -- employs
 5 him? I'm sorry, let me withdraw that.
 6 Do you see what company he
 7 represents employs him?
 8 A. I see it in the signature.
 9 Q. And it's Allergan PLC, correct?
 10 A. That's what he has.
 11 Q. Okay. And you -- so your
 12 testimony is that Allergan PLC has no
 13 employees; is that correct?
 14 A. That's correct.
 15 Q. Okay. Do you know which
 16 Allergan entity employs Dr. Trugman?
 17 A. I do not.
 18 Q. And you see that generally --
 19 and I'm happy to give you a minute to review
 20 it.
 21 A. Sure.
 22 Q. But the e-mail written on
 23 June 29, 2015, from Dr. Trugman to Tara
 24 Brolly concerns opioid REMS assessments.
 25 A. I see it here, yes.

1 pointed out.
 2 A. Understood.
 3 Q. Printed out.
 4 Do you see the signature block
 5 in Ms. Balcon's e-mail from August 4th --
 6 A. Yes.
 7 Q. -- at 1:03.
 8 Do you see where she writes she
 9 is employed?
 10 A. Yes.
 11 Q. And you see that's Allergan
 12 PLC?
 13 A. No. It was Allergan, comma,
 14 PLC, period.
 15 Q. Is Allergan, comma, PLC,
 16 period, a different entity within the
 17 Allergan PLC family?
 18 A. I've never heard of this
 19 entity.
 20 Q. Is it your -- do you have any
 21 reason to believe this is anything but a typo
 22 and that she meant to write Allergan PLC?
 23 MS. LEVY: Objection.
 24 THE WITNESS: I don't know.
 25

1 Q. Are you familiar with what a
 2 REMS assessment is?
 3 A. This is outside my area of
 4 expertise. I don't know the subject or these
 5 individuals.
 6 Q. Okay. You don't know any of
 7 these individuals --
 8 A. I do not.
 9 Q. -- is that correct?
 10 A. No.
 11 Q. Okay. You can put that aside.
 12 (Allergan-Kaufhold Exhibit 18
 13 marked for identification.)
 14 QUESTIONS BY MR. MELAMED:
 15 Q. I'm handing you what's been
 16 marked as Exhibit 18. Exhibit 18 is an
 17 e-mail and attachments.
 18 The e-mail is from Wendy
 19 Despain to Julianne Balcon, or Balcon, dated
 20 August 4, 2015. The Bates number is
 21 ALLERGAN_MDL_01334578.
 22 Attachment starts at
 23 ALLERGAN_MDL_01334579 and ends -- that is
 24 all -- all those pages are actually a single
 25 document. It's a spreadsheet that's been

1 QUESTIONS BY MR. MELAMED:
 2 Q. You don't know either way.
 3 As treasurer of -- let me
 4 withdraw that.
 5 You can put that aside.
 6 (Allergan-Kaufhold Exhibit 19
 7 marked for identification.)
 8 QUESTIONS BY MR. MELAMED:
 9 Q. I'm going to hand you what's
 10 been marked as Exhibit 19. It's an e-mail
 11 string starting at ALLERGAN_MDL_01334588,
 12 continuing to 589, the most recent in time
 13 being an e-mail from Wendy Despain to Anna
 14 Haripersaud on August 18, 2015.
 15 Do you see Ms. Haripersaud's
 16 e-mail signature in the middle of the first
 17 page?
 18 A. I do.
 19 Q. Do you see that she represents
 20 she works -- in her signature, she represents
 21 she works at Allergan PLC?
 22 A. That's what it shows.
 23 Q. And if you go to the e-mail
 24 first in time and then follow up, you -- the
 25 second page, so those first two e-mails,

1 reflect an annual report on Kadian.
 2 Do you see that?
 3 A. I do.
 4 Q. Okay. And then if you turn
 5 back to the first page, Wendy Despain asks
 6 for information about patient exposure --
 7 exposure data for morphine sulfate XR
 8 capsules, generic product?
 9 A. I see that.
 10 Q. And do you see that -- do you
 11 understand that those capsules are generic
 12 opioids?
 13 A. Other than referencing it to
 14 the list here, yes.
 15 Q. You're aware?
 16 A. Yes.
 17 Q. Okay. And I just want to -- if
 18 you pull back Exhibit 18 for a second and
 19 hold it next to 19, and you look at the
 20 signature files of Anna Haripersaud and
 21 Julianne Balcon side by side, do you see they
 22 work at the same address?
 23 A. They work at the same 185
 24 Hudson Street.
 25 Q. Both in Plaza 5, correct?

1 A. Plaza 5, yes.
 2 Q. Both look like they work on the
 3 19th floor, correct?
 4 One says "19th floor"; one says
 5 "Suite 1900"?
 6 A. It appears that.
 7 Q. Okay. Do you see that -- does
 8 that provide any reason for you to change
 9 your assessment about whether Allergan,
 10 comma, PLC, period, is a typo?
 11 A. I mean, it's confusing to me
 12 because in their e-mail addresses and the
 13 website references it says "actavis.com."
 14 (Allergan-Kaufhold Exhibit 20
 15 marked for identification.)
 16 QUESTIONS BY MR. MELAMED:
 17 Q. Handing you what's been marked
 18 as Exhibit 20.
 19 A. Thank you.
 20 Q. Exhibit 20 is an e-mail string
 21 starting at ALLERGAN_MDL_01489486, continuing
 22 through 9488. It is -- it says, "From daily
 23 inventory report," dated December 11, 2015.
 24 Do you see that?
 25 A. I see that.

1 Q. Okay. Do you see that the
 2 signature on the second page from Ebenezer
 3 Ankrah is from Allergan PLC?
 4 A. I see that.
 5 Q. Do you see just above the
 6 signature that it concerns at least -- that
 7 this daily inventory report calls out
 8 information as to at least one opioid
 9 product, oxycodone HCL CR?
 10 A. I see that.
 11 Q. If you look at the "to" list,
 12 there -- and I'll -- on the first page, all
 13 the addressees, they appear to be
 14 alphabetical by last name.
 15 Do you see Paul Bisaro on the
 16 fourth line?
 17 A. I do.
 18 Q. He was the CEO of Allergan PLC
 19 at that time, correct?
 20 A. CEO of -- December 15. He
 21 was -- what did -- rephrase that, please?
 22 What was the question?
 23 Q. Was he the CEO of Allergan PLC
 24 at that time?
 25 A. No.

1 Q. What was he -- what was his
 2 role?
 3 A. He possibly could have been
 4 director.
 5 Q. Okay. So he was no longer the
 6 CEO, but he was, I believe, actually
 7 executive director of Allergan PLC.
 8 Does that sound --
 9 A. That's correct.
 10 Q. Okay. And that would be
 11 reflected in the 10-K, correct?
 12 A. Correct.
 13 Q. And then if you look down about
 14 four-fifths of the way down the addressee
 15 list, do you see Robert A. Stewart?
 16 A. Yes.
 17 Q. At that time, was Mr. Stewart
 18 an executive officer of Allergan PLC?
 19 A. He was an executive off -- at
 20 2015, yes.
 21 Q. He was the chief operating
 22 officer, correct?
 23 A. Correct.
 24 And just back on the signature,
 25 since it did get cut off, if we look at the

1 top of the next page, again, it's the use of
 2 an actavis.com e-mail address.
 3 Q. Is it possible that the use of
 4 the actavis.com e-mail addresses that you've
 5 been referencing while simultaneously
 6 referencing employment at Allergan PLC is
 7 because the name had changed around this
 8 time?
 9 A. I'm not sure when the name
 10 change took place. I would have thought the
 11 name change would have been a little bit
 12 earlier in the year when we acquired
 13 Allergan.

14 (Allergan-Kaufhold Exhibit 21
 15 marked for identification.)

16 QUESTIONS BY MR. MELAMED:

17 Q. I'm going to hand you what's
 18 been marked Exhibit 21. It's an e-mail chain
 19 starting at ALLERGAN_MDL_0 -- I'm sorry,
 20 ALLERGAN_MDL_02024980, continuing
 21 through 4982, the most recent in time being
 22 from Lynne Bolduc to Michael Kuderka on
 23 September 30, 2016.

24 I want you to turn to the
 25 first-in-time e-mail, which starts on page 2.

1 A. (Witness complies.)
 2 Q. It's an e-mail from -- do you
 3 see it's an e-mail from Jon Kamp to -- at The
 4 Wall Street Journal from -- to Mark Marmur
 5 and Frances DeSena?

6 A. Yes.
 7 Q. And Jon Kamp writes with a
 8 series of questions or statements that he
 9 wants -- wants information about from
 10 Allergan.

11 Do you see that?

12 A. I need to read through it,

13 but --

14 Q. Sure.

15 A. Okay. It seems like four
 16 questions.

17 Q. Okay. And if you go up to the
 18 bottom e-mail at the page -- at the -- I'm
 19 sorry, the e-mail at the bottom of page 1,
 20 which is next in time, you'll see that it's
 21 Mark Marmur sending something on to Michael
 22 Kuderka, who was not on the initial e-mail
 23 from The Wall Street Journal reporter,
 24 saying, "See below for responses. Let me
 25 know if you have any comments or Norco

1 specific," and then some other information.
 2 Do you see that?

3 A. Yes.

4 Q. So if you go back to the first
 5 e-mail in time from Jon Kamp's e-mail?

6 A. Uh-huh.

7 Q. It appears that Mr. Marmur's
 8 responses are below each of the bullet
 9 points.

10 A. Yes.

11 Q. Correct?

12 A. Yes.

13 Q. Do you see where Mark Marmur's
 14 signature file identifies his place of
 15 employment? What he says is his place of
 16 employment?

17 A. Yes.

18 Q. And that's Allergan PLC,
 19 correct?

20 A. It says "Allergan PLC."

21 Q. And he was the director of
 22 corporate affairs, right?

23 A. By his title.

24 Q. Do you know Mr. Marmur?

25 A. I do know him.

1 Q. What is his role at the
 2 company?

3 A. He's still part of corporate
 4 affairs. No longer works in Madison but is
 5 overseas.

6 Q. At this time, do you know what
 7 his -- was he the director of corporate
 8 affairs? Is that an accurate description of
 9 what you understood his role to be?

10 A. Yes.

11 Q. Who employed him? What -- what
 12 organizational entity within the Allergan
 13 family employed Mr. Marmur?

14 A. I don't know that.

15 Q. And just to bring your
 16 attention to more e-mail address confusion,
 17 you see in the second-to-last e-mail, near
 18 the top the first page, September 30, 2016,
 19 at 6:23, it says, "Kuderka_Michael," and then
 20 it gives his e-mail address as an
 21 allergan.com e-mail address, wrote -- he
 22 writes something, and then his signature
 23 says -- provides his e-mail address as
 24 actavis.com.

25 Do you see that?

1 A. I see that.
 2 But he also has Allergan, which
 3 I'm not sure which entity that is.
 4 Q. What is Allergan PLC's, excuse
 5 me, website?
 6 A. Would be allergan.com.
 7 MR. MELAMED: Let's off the
 8 record.
 9 THE WITNESS: Sure.
 10 VIDEOGRAPHER: Standby, please.
 11 Remove your microphones.
 12 The time is 3:41 p m. Going
 13 off the record.
 14 (Off the record at 3:41 p.m.)
 15 VIDEOGRAPHER: All right. We
 16 are back on the record. The time is
 17 3:56 p m.
 18 QUESTIONS BY MR. MELAMED:
 19 Q. Are you aware of an entity --
 20 an Allergan entity named Allergan
 21 Pharmaceuticals, Inc.?
 22 A. I am not.
 23 Q. Are you aware of an entity
 24 named Allergan Health Solutions, Inc.?
 25 A. I am not.

1 additional time for deposition of
 2 another 30(b)(6) witness or
 3 Mr. Kaufhold at another time to answer
 4 those questions.
 5 And I have no further
 6 questions.
 7 MS. LEVY: Could the court
 8 reporter state the time for the record
 9 and the time used in this deposition?
 10 VIDEOGRAPHER: So we've used up
 11 3 hours and 9 minutes.
 12 MS. LEVY: Okay. I have a
 13 question for you, Mr. Kaufhold.
 14 CROSS-EXAMINATION
 15 QUESTIONS BY MS. LEVY:
 16 Q. To the best of your knowledge,
 17 does Allergan PLC have any documents related
 18 to the manufacture, sale, marketing,
 19 promotion of opioids?
 20 A. It does not.
 21 MS. LEVY: And in response to
 22 counsel's comments both at the
 23 beginning of the deposition and now,
 24 let me make the following
 25 representations so that our record is

1 MR. MELAMED: So I want to
 2 state for the record that counsel for
 3 Allergan offered -- you know,
 4 encouraged us to take the time to
 5 review the documents that were
 6 provided this morning -- or at noon
 7 when we started the deposition and ask
 8 questions on them today in order to
 9 avoid fights later. I appreciate the
 10 offer.

11 I want to state that I'm not
 12 able to review and develop questions
 13 for those right now, and so we will
 14 reserve our right to call you back in
 15 the event that on review we want to
 16 ask further questions about.

17 And I also want to state that
 18 though the three topics agreed on
 19 included testimony about all Allergan
 20 entities' roles in connection with any
 21 management of those opioids, that
 22 Mr. Kaufhold was unable to answer a
 23 number of those questions. And we
 24 will reserve our right to seek
 25

1 clear.
 2 Today when we arrived at the
 3 deposition, we came and provided
 4 counsel with a folder that is
 5 Exhibit 3 in the deposition. That
 6 folder contains five documents, all
 7 previously -- three of the documents
 8 previously produced in the case --
 9 sorry, let me correct myself -- two
 10 documents previously produced in the
 11 case.

12 The first are the schedules to
 13 the Teva MPA, which have been
 14 previously produced. The second is an
 15 org chart which has been previously
 16 produced to counsel.

17 Both documents Mr. Kaufhold
 18 anticipated that he may need to rely
 19 on for his deposition and, therefore,
 20 brought them with him in case he was
 21 asked questions that required him to
 22 consult on those two documents.

23 The other three documents that
 24 were provided in Exhibit 3 reflect
 25 notes that Mr. Kaufhold, along with

<p style="text-align: right;">Page 161</p> <p>1 counsel, in preparation for the 2 deposition, prepared in order to 3 assist him in testimony that we 4 anticipated that you might ask, and in 5 preparing and finding the answers to 6 the subtopics that we agreed would be 7 the subject of this deposition.</p> <p>8 Mr. Kaufhold took notes, 9 compiled things, found himself unable 10 to remember all of the corporate 11 structure over the period of time that 12 you had asked.</p> <p>13 We don't believe that we have 14 any obligation to provide these to 15 you. But, however, every deposition 16 I've ever been in when a witness comes 17 with notes and deposition aids, 18 opposing counsel has asked me to see a 19 copy. So as a courtesy, we copied 20 them and provided them to you in order 21 to assist you in having what he had to 22 give testimony in the case.</p> <p>23 So the other three documents 24 are a flow chart which Mr. Kaufhold 25 prepared, with assistance of his</p>	<p style="text-align: right;">Page 162</p> <p>1 counsel, in order to more efficiently 2 illustrate the history of the 3 corporate acquisitions and which a 4 great deal of testimony has been given 5 about today.</p> <p>6 The two documents remaining in 7 Exhibit 3 are his notes compiled 8 with -- reflecting his research and 9 all documents consulted in preparation 10 of his responses to those documents, 11 and both have been provided.</p> <p>12 We renew our -- so again, you 13 know, in hopes of just avoiding 14 unnecessary fights down the road, no 15 documents were provided, unlike what 16 some of the plaintiffs have done in 17 this case, like dumping new documents 18 during the deposition. This is not 19 that.</p> <p>20 The two documents you haven't 21 seen before are -- reflect the notes 22 of what he used as notes for himself. 23 We have provided them to avoid a fight 24 on that.</p> <p>25 And certainly if you'd like to</p>
<p style="text-align: right;">Page 163</p> <p>1 take time and read them further and 2 ask questions about it, given the 3 early hour today, we are more than 4 happy to take a break and allow you to 5 do that.</p> <p>6 It's no secret to you or 7 anybody in the room that if you choose 8 not to do that, we will object to 9 taking more time with Mr. Kaufhold 10 because we don't agree that you even 11 really have the right to these and 12 that we've -- you know, we have bent 13 over backwards to make things easy and 14 efficient for you by providing them in 15 the first place.</p> <p>16 MR. MELAMED: We can agree to 17 disagree on that, with the one note 18 that I asked repeatedly via e-mail 19 over the last week for the provision 20 of any materials that you had 21 referenced he would be bringing.</p> <p>22 MS. LEVY: Sure.</p> <p>23 And as you know, we were 24 working with Mr. Kaufhold in preparing 25 his summary right up through the end</p>	<p style="text-align: right;">Page 164</p> <p>1 of the day yesterday and, you know -- 2 so it is what it is. The record is 3 clear on what this Exhibit 3 is.</p> <p>4 And I don't have anything 5 further.</p> <p>6 MR. MELAMED: Does anybody in 7 this room have any further questions?</p> <p>8 Does anybody, if anybody is 9 left on the phone, have any further 10 questions?</p> <p>11 We'll go off the record.</p> <p>12 VIDEOGRAPHER: This marks the 13 end of today's deposition. The time 14 is 4:04 p m. Going off the record. (Deposition concluded at 4:04 p m.)</p> <p>15 MR. JACOBS: Would we be able 16 to get a rough and the like the same 17 as Allergan? -----</p>

1 CERTIFICATE
 2
 3 I, CARRIE A CAMPBELL, Registered
 4 Diplomate Reporter, Certified Realtime
 5 Reporter and Certified Shorthand Reporter, do
 hereby certify that prior to the commencement
 of the examination, Stephan Kaufhold was duly
 sworn by me to testify to the truth, the
 whole truth and nothing but the truth
 I DO FURTHER CERTIFY that the
 foregoing is a verbatim transcript of the
 testimony as taken stenographically by and
 before me at the time, place and on the date
 hereinbefore set forth, to the best of my
 ability

I DO FURTHER CERTIFY that I am
 neither a relative nor employee nor attorney
 nor counsel of any of the parties to this
 action, and that I am neither a relative nor
 employee of such attorney or counsel, and
 that I am not financially interested in the
 action

CARRIE A CAMPBELL,
 NCRA Registered Diplomate Reporter
 Certified Realtime Reporter
 Notary Public

Dated: October 29, 2018

INSTRUCTIONS TO WITNESS

Please read your deposition over
 carefully and make any necessary corrections.
 You should state the reason in the
 appropriate space on the errata sheet for any
 corrections that are made.

After doing so, please sign the
 errata sheet and date it. You are signing
 same subject to the changes you have noted on
 the errata sheet, which will be attached to
 your deposition.

It is imperative that you return
 the original errata sheet to the deposing
 attorney within thirty (30) days of receipt
 of the deposition transcript by you. If you
 fail to do so, the deposition transcript may
 be deemed to be accurate and may be used in
 court.

ACKNOWLEDGMENT OF DEPONENT

I, _____, do
 hereby certify that I have read the foregoing
 pages and that the same is a correct
 transcription of the answers given by me to
 the questions therein propounded, except for
 the corrections or changes in form or
 substance, if any, noted in the attached
 Errata Sheet.

Stephan Kaufhold DATE

Subscribed and sworn to before me this
 day of _____, 20 _____.
 My commission expires: _____

Notary Public

ERRATA

PAGE LINE CHANGE/REASON

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LAWYER'S NOTES

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